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LAST WILL AND TESTAMENT

OF

GOODLOE S. CHAFFIN

ARTICLE I: OVERTURE

Name, Residence, Family. I, Goodloe S. Chaffin, a resident of Williamson County, Tennessee, declare this to be my Will, and I revoke any and all wills and codicils previously made by me.

I have six (6) children, whose names are Goodloe Summers Chaffin, Jr., Robert Davis Chaffin, Ann Susan Chaffin Bledsoe, Patricia Chaffin, Hoffstetter, Mary Beth Chaffin Johnson, and William Randolph Chaffin. Whenever I use the term "my child", "my children", "child of mine", "children of mine", or phrases having similar meaning, I am referring to these children.

ARTICLE II: PAYMENT OF DEBTS, EXPENSES AND TAXES

Payment of Debts and Expenses. I authorize my Personal Representative to pay my debts, funeral expenses, and the expenses incurred in the administration of my estate. I specifically do not charge the proceeds of any insurance policies on my life with the payment of any of my debts, funeral expenses, or the expenses incurred in the administration of my estate. However, my Personal Representative is authorized, in its sole discretion, to apply the proceeds from any insurance policies on my life which are payable to my estate in paying these expenses.

Payment of Death Taxes. All transfer, estate, inheritance, succession and other death taxes, and any interest or penalties thereon, which shall become payable by reason of my death, shall be paid out of my residuary estate without apportionment, whether such taxes are payable with respect to property passing under my Will or outside of my Will.

ARTICLE III: SPECIAL BEQUESTS

Distribution of 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

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STATE OF TENNESSEE
WILLIAMSON COUNTY
I, THE UNDERSIGNED CLERK & MASTER, DO HEREBY CERTIFY THIS TO BE A TRUE COPY OF THE ORIGINAL OF THIS INSTRUMENT FILED IN THIS CAUSE.
ELAINE B. BEELER, Clerk & Master

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writing or list is found and properly identified by my Personal Representative within sixty (60) days after my Personal Representative'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.

I give my remaining personal and household effects, including automobiles, furniture, jewelry, clothing, and similar personal effects, together with all policies of insurance on such personal effects, to my living children in equal shares as they shall agree. My Personal Representative is authorized to take the joint receipt of my children for this bequest, and it shall not be required to see to the division among them. However, in the event my children are unable to agree on a division of such effects, my Personal Representative shall be responsible for dividing such effects among my children; and the decision of my Personal Representative in this regard shall be final and binding on all concerned.

The reasonable cost of packing, shipping and storing all of such property shall be charged against my estate as an expense of administration.

Specific Bequest. I give the following amounts as bequests:

(a) I give to David Lipscomb University, Nashville, Tennessee, the amount of Twenty Thousand Dollars ($20,000).

(b) I give to West End Church of Christ, Nashville, Tennessee, the amount of Ten Thousand Dollars ($10,000).

(c) I give to Churches of Christ Disaster Relief, Nashville, Tennessee, the amount of Ten Thousand Dollars ($10,000).

ARTICLE IV: DISPOSITION OF RESIDUARY ESTATE

My residuary estate shall be divided into six (6) equal shares for my children, with the share of any deceased child of mine to be allocated among such child's then living issue, per stirpes. If any child of mine is deceased without living issue, such child's share shall be allocated among the remaining children, pro rata, with the share of any other child of mine who is also deceased to be allocated among such child's living issue, per stirpes. The shares of Goodloe Summers Chaffin, Jr., Robert Davis Chaffin, Patricia Chaffin Hoffstetter, Mary Beth Chaffin Johnson, and William Randolph Chaffin shall be distributed outright and free of trust. The share of Ann Susan Chaffin Bledsoe shall be distributed to the Trustee of the Ann Susan Chaffin Bledsoe Trust dated

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December 7, 2012, to be held and administered in accordance with its terms. The share of any issue of a deceased child of mine who has not attained the age of thirty-five (35) shall be held in trust as provided hereunder.

ARTICLE V: APPOINTMENT OF PERSONAL REPRESENTATIVE

Personal Representative. I appoint my son, Goodloe S. Chaffin, Jr., as the Personal Representative of my estate. If my son, Goodloe Summers Chaffin, Jr. is unable to serve, I appoint my son, Robert Davis Chaffin, as alternate Personal Representative. If Robert Davis Chaffin is unable to serve as alternate Personal Representative, I appoint my son, William Randolph Chaffin, as alternate Personal Representative. An individual serving as a Personal Representative shall cease to serve as such whenever such individual is disabled. Should it become necessary, I authorize my Personal Representative to nominate an individual or corporation which may serve as Personal Representative under Tennessee Code Annotated, Section 35-50-107(a), to serve as a Personal Representative of my estate; and should an ancillary administration of my estate be necessary, I authorize my Personal Representative to appoint an ancillary administrator. Any Personal Representative or ancillary administrator appointed by any named Personal Representative shall be vested with all of the powers granted to my Personal Representative in my Will and shall also serve without bond, unless any named Personal Representative should determine bond to be desirable. I hereby waive the requirement of bond for each of my named Personal Representatives and their successors, except to the extent otherwise required hereunder.

Trustees. I appoint my sons, Goodloe S. Chaffin, Jr., Robert Davis Chaffin, and William Randolph Chaffin, as Co-Trustees of any trust created hereunder. If any of the Co-Trustees is unable to serve, my daughter, Mary Beth Chaffin Johnson, shall serve as Trustee with the remaining Co-Trustees.

ARTICLE VI: TRUST FOR ISSUE OF DECEASED CHILD

Shares passing under the terms of my Will to the living issue of a deceased child of mine shall be retained in trust pending their respective attainment of the age of thirty-five (35) years, during which time the Trustee may pay to such issue or apply for their benefit so much of the net income and principal of their respective shares as the Trustee deems advisable for their support in reasonable comfort, and their health, maintenance and education, whether public, private, or special. Any undistributed income shall be accumulated annually and added to the principal of each such issue's share, and invested and reinvested thereafter. As each living issue respectively attains the age of thirty-five (35) years, he or she shall receive outright the entire balance of

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his or her share of the trust. Should any issue of a deceased child of mine die prior to attaining the age of thirty-five (35) years, that issue's share shall be distributed to his or her estate.

ARTICLE VII: DISCLAIMER

Any person entitled to receive property under the terms of my Will may disclaim all or any portion of the property otherwise passing to him or her by complying with the statutory requirements of Section 2518 of the Code, and the federal regulations thereunder, and Tennessee Code Annotated, Section 31-1-103, as these statutory provisions presently exist or may subsequently be amended. Unless otherwise provided in my Will, such disclaimed property shall be distributed pursuant to the terms of my Will as if the disclaiming person had predeceased me.

ARTICLE VIII: GENERAL FIDUCIARY POWERS

Authorization of Fiduciaries. Without diminishing or restricting the powers vested by law or elsewhere in my Will, and subject to all of the provisions of my Will, I authorize and empower my Personal Representative and the Trustee (hereinafter referred to as my "fiduciaries"), without having to obtain any judicial authorization or approval, and in the application of their best judgment and discretion on behalf of the beneficiaries of my Will, to exercise all or any of the following powers:

1. Incorporation of State Law Powers. Pursuant to Tennessee Code Annotated, Section 35-50-109, I authorize my fiduciaries to exercise the powers specifically enumerated in Tennessee Code Annotated, Section 35-50-110, including the introductory paragraph thereof and all subparagraphs thereof to the extent applicable. These powers, as set out in this statute on the date of the execution of my Will, are granted and incorporated herein by reference, notwithstanding that this statute may have been amended or repealed at the time of my death.

2. Power to Allocate Assets. My fiduciaries shall, in their sole discretion, make reasonable allocations of the property comprising my estate without being required to apportion each individual asset in satisfying any bequest made herein, in allocating the residue of my estate as herein directed, in funding any trust created herein, or in dividing any trust into shares.

3. Power to Move Trust Situs. If at any time it appears that it would be in the best interest of a beneficiary to have the situs of a trust established under this Will transferred to a different jurisdiction, I authorize that

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said transfer be made. I further direct that the guardians of the person of any minor beneficiary be authorized to instruct the Trustee to make application for removal to another jurisdiction on behalf of such beneficiary, pursuant to the procedure set forth in Tennessee Code Annotated, Section 35-15-108.

4. Distributions to Incapacitated Beneficiaries. If, pursuant to my Will, or any trust established herein, any property shall be payable outright to a person who is a minor, or is under any other legal, mental, or physical disability (hereinafter referred to as an "incapacitated beneficiary"), my fiduciaries shall have the power, exercisable in their absolute discretion and without court approval, either to defer payment of such property, or to pay such property, in whole or in part, to an incapacitated beneficiary, to a parent, guardian, or conservator of an incapacitated beneficiary, to a custodian for an incapacitated beneficiary under a Transfers or Gifts to Minors Act, or to any adult with whom an incapacitated beneficiary may reside. The recipient of such property shall not be required to furnish bond or file any accountings with respect to such property, unless my fiduciaries should direct otherwise; and the receipt of such property by the recipient shall discharge my fiduciaries from any further responsibility or liability with respect to such property. If my fiduciaries shall elect to defer payment of any such property, I authorize my fiduciaries to hold such property as a trustee for the benefit of an incapacitated beneficiary, with all the powers given to my fiduciaries in my Will and by law, and to pay or apply so much, all, or none of the income and principal of such property for the benefit of an incapacitated beneficiary as my fiduciaries shall deem advisable for his or her support in reasonable comfort, and his or her health, maintenance and education, whether public, private, or special. When an incapacitated beneficiary attains capacity, whether legal, mental, or physical, the balance of such property then remaining shall be distributed to him or her. If an incapacitated beneficiary should die before attaining capacity, the balance of such property remaining at his or her death shall be distributed to his or her estate.

5. Tax Elections and Consents. In addition to all other powers, and notwithstanding any other provision of my Will, my Personal Representative shall have full discretion to claim the deductions allowable to my estate for debts, expenses, taxes, claims and losses, either for federal income tax or estate tax purposes, in such manner as my Personal Representative shall deem advisable, in order to minimize the total state and federal income and death taxes payable by my estate or as a result of my death. Such allocation may be made regardless of whether its effect is to favor one beneficiary or class of beneficiaries over another, or whether such expenses shall be charged to income or principal for distribution purposes. In addition, my fiduciaries shall also be authorized, in their sole and absolute discretion, to consent to or oppose, as a shareholder, any election by any corporation pursuant to the provisions of any federal or state tax statutes or regulations.

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6. Investment Powers. Without limiting the discretionary authority granted to my fiduciaries by statute, and subject to all of the provisions of my Will, the Trustee shall also have the authority to invest, in its discretion, in certificates of deposit, mutual funds, common trust funds, pooled asset funds, money market and liquid asset funds, and other similar investments. In addition, the Trustee is authorized to retain assets distributed to the Trustee, even though such assets may constitute an over-concentration in one or more similar investments. Further, the Trustee shall have the authority to make investments in unproductive property, if such investments will inure to the benefit of one or more beneficiaries of a trust, and if such investments are made with the specific written consent of all of the income beneficiaries of the trust.

7. Fiduciary Compensation. Compensation for services rendered by any corporate fiduciary as a Personal Representative or Trustee shall be paid in accordance with that fiduciary's customary charges for such services at the time the services are rendered. Any individual fiduciary shall be entitled to receive reasonable compensation for services rendered under the terms of my Will.

8. Employment of Agents. My fiduciaries shall be specifically authorized, in their sole discretion, to employ and to pay the compensation of such agents, accountants, custodians, experts and counsel, legal, investment, or otherwise, as my fiduciaries shall deem advisable, and to delegate discretionary powers to, and rely upon information furnished by, such individuals or entities. Compensation paid for such services, as well as other administrative expenses and compensation paid to my fiduciaries for their services, shall be paid out of estate or trust assets in such manner as my fiduciaries shall deem advisable.

9. Waiver of Inventory and Accounting. Pursuant to Tennessee Code Annotated, Sections 30-2-301 and 30-2-601, I excuse the requirements for making and filing an inventory and court accountings of my probate estate. However, my Personal Representative shall compile and furnish an inventory and an accounting of my estate to any residuary beneficiary under my Will, or under any residuary trust created herein, who may so request.

10. Administration of Real Property by Personal Representative. All real property in which I may have any interest at the time of my death shall be deemed to be part of my probate estate for purposes of administering my estate, and as such, shall be subject to the control of my Personal Representative during the administration of my estate. For purposes of Tennessee Code Annotated, Section 31-2-103, such real property shall be deemed to be personal property, subject to sale by my Personal Representative, acting without joinder of any beneficiary, for the purpose of facilitating the distribution of my estate among the beneficiaries of my Will, as well as for the purpose of paying taxes, administrative

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expenses, and any other expenses or debts of my estate, without first being required to exhaust all other personal property of my estate.

11. Rights and Duties of Successor Fiduciary and Apportionment of Responsibilities. Any successor fiduciary, whether individual or corporate, and whether serving as a Personal Representative or Trustee, shall succeed to all of the rights and duties of its predecessor, but shall not be accountable for any of the acts or transactions of such predecessor. Further, if there is more than one fiduciary serving in the same capacity, such fiduciaries may apportion their respective responsibilities among themselves in any manner they deem advisable.

ARTICLE IX: MEANING OF TERMS

Throughout my Will, any reference to gender shall be deemed to include the masculine, feminine, and neuter, and the singular shall include the plural, and vice versa. Whenever the following words or phrases are used in my Will, they shall have the meanings set forth below, unless otherwise indicated:

(a) "Issue," or words of similar meaning used in my Will are limited to natural born persons, as well as an individual who is adopted prior to said individual attaining the age of eighteen (18).

(b) "Code" as used in my Will shall refer to the Internal Revenue Code of 1986, as amended, unless otherwise indicated.

(c) "Disabled", in referring to any individual Personal Representative under this Will, shall be deemed to occur when at least two of his or her attending physicians certify in writing to any other Personal Representative then serving under this agreement (or, if none, then to the named successor and, if none, then to a majority of the beneficiaries of the most senior generation then eligible to receive income from the trust or the residuary estate) that his or her physical and/or mental state is so deteriorated that he or she is no longer able to attend to his or her own affairs without assistance. After a person is deemed to be disabled, he or she will continue to be so deemed until the Personal Representative then serving as successor to the disabled Personal Representative receives a medical opinion letter written by at least one of his or her attending physicians stating that such person's physical and/or mental state is such that he or she is once again able and capable of attending to his or her own affairs without assistance. By accepting appointment as a Personal Representative under this Will, each individual Personal Representative hereby authorizes each physician who examines such person to determine his or her incapacity and to disclose such physician's diagnosis or opinion in the manner provided under this paragraph. For purposes of the Health Insurance Portability

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and Accountability Act of 1996 ("HIPAA"), pursuant to 45 CFR § 164.508, and solely for the purposes of making determinations of the individual Personal Representative's disability and obtaining an affidavit of such disability by a physician, each individual Personal Representative hereby authorizes any health care provider to disclose to a named successor Personal Representative, a beneficiary, or the attorney-in-fact or personal representative of any beneficiary of the residuary estate by mail, fax, electronic transmission, or verbally, any pertinent individually identifiable health information, including any protected health information, sufficient to determine whether such individual Personal Representative, by reason of illness or mental or physical disability, is unable to give prompt and intelligent consideration to financial matters. This consent shall be valid during any interval an individual is serving in any capacity as a Personal Representative under this Will created under this Will.

(d) My "residuary estate" shall refer to all property of every kind which I may own or have an interest in at the time of my death, real, personal, or mixed and wherever situated, as well as the proceeds of any policies of insurance on my life which may be payable to my estate, after taking into account any bequests under Article III hereof, and as reduced by my debts, funeral expenses, administration expenses, taxes chargeable against my residuary estate, and any other charges against the principal of my estate.

(e) "Per stirpes" distribution with respect to any deceased person shall mean: (i) a distribution which is divided into a sufficient number of equal shares to create one share for each living child of such deceased person, and one share for each deceased child of such deceased person, provided such deceased child has living descendants (with the share created for the deceased child to again be divided among his or her descendants in same manner), with no share to be allocated to any deceased child of said deceased person, if such deceased child leaves no surviving descendants; or (ii) if a deceased person dies without living descendants, a distribution which is allocated to such deceased person's siblings, pro rata, with the share of any sibling of such deceased person who is also deceased to be allocated among said sibling's descendants in the same manner.

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IN WITNESS WHEREOF, I have hereunto set my hand to this my Will, consisting of nine (9) pages, each of which bears my initials or signature, at Brentwood, Tennessee, this 7 day of DECEMBER, 2012.

Goodloe S. Chaffin

Signed, published, and declared by Goodloe S. Chaffin as and for his Last Will and Testament, in the presence of us, the undersigned, who, at his request and in his sight and presence and in the sight and presence of each other, have hereunto signed our names as attesting witnesses on the day and date and at the place above written.

WITNESS

Pam Green
WITNESS

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STATE OF TENNESSEE
COUNTY OF WILLIAMSON

Personally appeared before me, Julie A Boswell a Notary Public in and for said State and County, STEVEN K. WOOD and Pamela Green to me known, who made oath as follows:

1. That they were requested by the Testator, Goodloe S. Chaffin, to witness his signature to the attached instrument, which purports to be his Last Will and Testament, and they were further requested by the Testator to execute this affidavit;

2. That the Testator signed said instrument and declared the same to be his Last Will and Testament in the presence of each of the undersigned, on the date set forth therein;

3. That each of the undersigned in turn signed the said instrument on the same date, as attesting witnesses, in the sight and presence of the Testator and of each other;

4. That the Testator was at least eighteen (18) years of age and of apparent sound mind at the time of the execution of said instrument, and legally capable of making a Will; and

5. That this affidavit is made pursuant to Tennessee Code Annotated, Section 32-2-110.

WITNESS

Pam Green
WITNESS

Subscribed and sworn to before me this 7TH day of December, 2012.

Julie A Boswell
Notary Public

My Commission Expires:_____

JULIE A. BOSWELL
STATE OF TENNESSEE NOTARY PUBLIC
WILLIAMSON COUNTY, TENN.
My Commission Expires MAR. 23, 2015

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