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D.C.

LAST WILL AND TESTAMENT OF

BERTHA SHULTS WARD

I, BERTHA SHULTS WARD, a resident of Davidson County, Tennessee, being of sound and disposing mind, memory and understanding, do hereby make, publish and declare this to be my Last Will and Testament and do hereby revoke all other wills, codicils and testamentary instruments heretofore made by me.

FIRST

Payments of Debts and Taxes

A. **Payment of Debts**. I direct that all my lawful debts (except debts secured by mortgages or other security instruments, which may be paid or retained in the discretion of my fiduciaries, and if paid shall be without right of contribution), my funeral expenses, the expenses of administration of my estate, and inheritance, estate or other death taxes that may be imposed upon my estate, including interest and penalties thereon, be paid by my Personal Representative as soon as practical after my death.

B. **Payment of Taxes**. All estate and inheritance taxes (including interest and penalties, if any), together with all administration expenses, payable in any jurisdiction by reason of my death (including those taxes and expenses payable with respect to assets which do not pass under this Will) shall be paid out of and charged generally against the principal of my residuary estate, without apportionment. I waive any right of reimbursement for, recovery of, or contribution toward the payment of those taxes and administration expenses, except my Personal Representative shall, to the maximum extent permitted by law, seek reimbursement for, recovery of, or contribution toward the payment of federal or state estate tax attributable to property in which I have a qualifying income interest for life, over which I have a power of appointment or which is included in my gross estate by reason of Section 2036 of the Internal Revenue Code of 1986, as

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amended ("Code"), and which tax is not otherwise paid or payable. Any generation-skipping transfer (hereafter "GST") tax resulting from a transfer occurring under this Will shall be charged to the property constituting the transfer in the manner provided by applicable law.

C. **Vesting of Title in Real Estate**. I direct pursuant to Section 31-2-103 of Tennessee Code Annotated ("T.C.A.") that any interests in real property which I may own at my death be administered as part of my estate subject to the control of my Personal Representative who shall have full power to grant, bargain, sell, convey, lease, encumber, manage, and otherwise deal in any lawful manner with said real property at any time during the administration of the estate, in the sole discretion of my Personal Representative, without the approval or joinder of any beneficiary and without the necessity of any person or entity looking to the application of any proceeds that may or might result from any acts of any Personal Representative with respect to the premises.

SECOND

Specific Bequests

A. **Personal Effects and Household Goods**. I give and bequeath all of my effects of a strictly personal nature for household use, jewelry, automobiles and the like (and all policies of insurance on such property) which I own at the time of my death to my daughter, JONI BELINDA WARD if she is then living. I may leave a memorandum (which is not to be a part of this Will) listing some of the items described in this paragraph which I wish certain persons to have and request (but do not require) that my wishes as set forth in this memorandum be observed.

B. **Expenses**. The reasonable cost of packing, shipping and storing all of my personal effects shall be charged against my estate as an expense of administration.

(Initials)

THIRD

Discretion to Pay Debts from Insurance

Any insurance on my life or other similar insurance payable to the Personal Representative of my estate, or to my estate, shall be free from the claims of creditors and shall be governed by the provisions of my Will; provided, however, that my Personal Representative may in its sole discretion pay my personal debts from the proceeds of such policies, but my Personal Representative shall, in its sole discretion, determine which, if any, of my debts shall be so paid.

FOURTH

Residuary Estate

A. **Bequest of Residuary**. I give, devise and bequeath the rest and residue of my estate outright and free of trust to my daughter, JONI BELINDA WARD, if she survives me. If my daughter should predecease me or if she should disclaim all or any part of the bequest to her, I give, devise and bequeath the rest and residue of my estate of every kind and description or the portion thereof so disclaimed to my grandchild, ANDREA MICHELLE BINGHAM, outright and in fee simple absolute.

B. ***Distribution if No Surviving Issue***. In the event of default of issue of my daughter, I give, devise and bequeath the rest and residue of my estate outright and free of trust to such persons and in such proportions as they would inherit the same from me had I died intestate, unmarried and a resident of the State of Tennessee.

FIFTH

Personal Representative

A. **Appointment of Personal Representative and Successor Personal Representative**. I appoint my daughter, JONI BELINDA WARD, as Personal Representative (hereinafter "Personal Representative") of my Last Will and Testament. I direct that my Personal Representative shall not be required to furnish a bond for the

(Initials)

faithful performance of its duties in any jurisdiction, any provision of the law to the contrary notwithstanding. If any bond is required by law, no surety shall be required on such bond. If JONI BELINDA WARD is unable or unwilling to serve, then my brother, WILLIAM CECIL SHULTS, shall serve as Personal Representative without bond. My Personal Representative shall be excused from the statutory requirement of making and filing an inventory of my estate with the court exercising probate jurisdiction unless such filing is demanded by any of the residuary distributees or legatees of my estate. Further, my Personal Representative shall also be excused from the statutory requirement of making and filing an accounting of the administration of my estate to such court.

B. **Removal of Personal Representative**. My daughter shall be empowered to request and obtain the resignation of any Personal Representative. This power of removal shall be exercised by the delivery of a written request of resignation, accompanied by the written acceptance of the successor Personal Representative. Unless otherwise excused by the successor Personal Representative, the resigning Personal Representative shall, at the expense of the estate, make an accounting of the estate, and deliver all assets and muniments of title thereof to the successor Personal Representative.

C. **Appointment of Successor Personal Representative**. If it becomes necessary to appoint a successor Personal Representative after the resignation or removal of the originally named Personal Representative and successor Personal Representative, my daughter shall appoint either an individual or a corporate fiduciary which shall be a "disinterested Personal Representative." For purposes of this Article, the term "disinterested Personal Representative" shall mean any corporate Personal Representative or any individual Personal Representative (i) who is not, and whose spouse and issue are not, entitled, either of right or in the discretion of any Personal Representative, to present or future distributions (including possible future distributions) of the estate property or any share thereof, and (ii) who is not a "related or subordinate party" within the meaning of Section 672(c) of the Code, or the corresponding provision of any subsequent federal law.

(Initials)

SIXTH

Personal Representative Powers and Duties

My Personal Representative (hereinafter referred to as "fiduciary") shall have the following powers, duties and discretions in addition to those now or hereafter conferred by law:

A. **Incorporation of Statutory Powers**. I incorporate by reference all of the fiduciary powers contained in Section 35-50-110, Tennessee Code Annotated as fully as if set out verbatim herein.

B. **Discretion to Divide and Distribute**. Whenever my fiduciary is required to divide the estate property into separate shares, or to make distribution thereof, it is authorized in its sole discretion to make division or distribution wholly or partly in cash or kind, or assign undivided interests in any property or shares, and to make joint investment of funds belonging to the estate. The judgment of my fiduciary as to the values for such purposes shall be binding and conclusive on everyone.

C. **Discretion to Retain Assets**. When required to make a distribution or transfer of all or part of the assets of my estate, my fiduciary may retain therefrom assets sufficient in its judgment to cover any liability which may then or later be imposed upon it, including, but not limited to, its liability for estate, income or other taxes, until such liability shall have been finally determined.

D. **Tax Elections**. Whenever my Personal Representative shall have the right to elect (a) whether any item of expense connected with the administration of my estate shall be claimed as a deduction for federal income tax purposes, or whether the same shall be claimed instead as a deduction for federal estate tax purposes, or (b) the value of my gross estate as of the date that causes larger death taxes to be payable than would have been payable if my Personal Representative had elected another date, I hereby authorize my Personal Representative to exercise any such right of election in any such manner as it may in its absolute discretion determine to be advisable, even though the manner in which any such election is exercised may result in an advantage or disadvantage to any

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beneficiary or beneficiaries hereunder. I further direct that no compensating adjustments between income and principal shall be required or made as a result of any such action.

E. **Successor Fiduciaries**. Any successor fiduciary shall be clothed and vested with all duties, rights and powers, whether discretionary or otherwise, as if originally named as such fiduciary. No successor fiduciary shall be liable or responsible in any way for any acts or defaults of any predecessor fiduciary, nor for any loss or expense from or occasioned by anything done or elected to be done by any predecessor fiduciary, but such successor fiduciary shall be liable for his, her or its own acts or default in respect to property actually received by such successor fiduciary. The successor fiduciary may accept the accounts rendered and the assets and property delivered to such successor fiduciary by the predecessor fiduciary as a full and complete discharge to the predecessor fiduciary, and shall incur no liability by reason of so doing.

F. **Duty of Good Faith**. My fiduciary shall be charged with the duty of good faith and reasonable care in the management of the estate but shall not be responsible for losses, if any, resulting from honest mistakes of judgment.

G. **Facility of Payment**. If my fiduciary determines that any income or principal shall be paid to a minor, or to a person under a legal disability, or to a person not adjudicated incompetent, but who, by reason of illness or mental or physical disability is, in the opinion of my fiduciary, unable properly to administer such funds, then such funds may be paid out by my fiduciary in any of the following ways as it deems best: (1) directly to such beneficiary; (2) to the legally appointed guardian or conservator of such beneficiary; (3) by my fiduciary using such amounts directly for the benefit of such beneficiary; (4) to some relative or friend for the care, support, education and welfare of such beneficiary; (5) to a custodian for the beneficiary under the Uniform Transfer to Minors Act (or some similar replacement Act); or (6) by naming the beneficiary as a designated beneficiary under a qualified tuition program under Section 529 of the Code.. The receipt of any such person shall discharge my fiduciary from any further

(Initials)

responsibility with respect to any such funds. No recipient shall be required to furnish bond with respect to any such funds, nor make report as to the disposition of the same.

H. **Discretion to File Tax Returns**. My fiduciary is authorized to take the following actions in its sole and absolute discretion: to consent, as a shareholder, to any election by any corporation pursuant to the provisions of any federal or state tax statutes or regulations; to exercise such elections or options as may be available, as it may deem proper, in the preparation and submission of any federal or other estate or inheritance tax returns, or of any income tax returns for myself or my estate; and to impose such terms or conditions for the exercise of such consents, elections or options as it deems fit, and to determine in its sole discretion whether any person or persons shall be charged or otherwise compelled to account to any other person for any difference in estate or income or gift taxes resulting from the exercise of such authorities and powers, except that no compensating adjustments between income and principal or in the amount of the marital deduction gift shall be required or made as a result of such action.

I. **Discretion Over Investments**. My fiduciary shall be empowered to invest, in its discretion, in certificates of deposit, money market and liquid asset funds, bonds, common or preferred stocks, notes, real estate mortgages, common trust funds, shares of regulated investment companies, currencies, partnership interests (whether general, special or limited), or other securities or property, real or personal, and to employ and terminate the employment of brokers, investment advisors, custodians, managers, and other agents, to pay them reasonable compensation and reimbursement of expenses, and to delegate to such persons or entities the authority to purchase and sell particular investments. In addition, my fiduciary is empowered to retain assets conveyed to the estate even though retention of such assets results in an overconcentration in one or more similar investments, lack of diversification or lack of current income and though the fiduciary could not properly purchase the property as an investment. In addition, my fiduciary shall be empowered to make investments in unproductive property, if such investments will enure to the benefit of one or more beneficiaries of the estate.

(Initials)

SEVENTH

Miscellaneous

A. **Definitions**. References to "child" or "children" mean lawful blood descendants in the first degree of the parent designated, and references to "issue" mean lawful blood descendants in the first, second or any other degree of the ancestor designated, provided always, however, that an adopted child and such adopted child's lawful blood descendants shall be considered as lawful blood descendants of the adopting parent or parents and of anyone who is by blood or adoption an ancestor of the adopting parent or of either of the adopting parents and shall not be considered descendants of the adopted child's natural parents, except that where a child is adopted by a spouse of one of his or her natural parents, such child shall be considered to be a descendant of such natural parent as well as a descendant of the adopting parent; whenever distribution is to be made to designated "issue" on a per stirpes basis, the property shall be distributed to the persons and in the proportions that personal property of the named ancestor would be distributed under the laws of the State of Tennessee in force at the time stipulated for distribution if the named ancestor had died intestate at such time, domiciled in such State, not married and survived only by such issue.

B. **Gender**. As used herein, the neuter gender shall be deemed to include the feminine and masculine wherever necessary or appropriate and without distinction, the singular shall include the plural and the masculine shall include the feminine.

EIGHTH

Governing Law

Except where otherwise specifically stated, this Will is to be administered, construed and governed in all respects by the laws of the State of Tennessee.

(Initials)

IN WITNESS WHEREOF, I have hereunto subscribed my name to this the ninth (9th) page of my Last Will and Testament, consisting of nine (9) typewritten pages, and for the purpose of identification, I have initialed each such page, all in the presence of the persons witnessing it at my request on this 29th day of August, 2007, at Nashville Tennessee.

Bertha Shults Ward
BERTHA SHULTS WARD

SIGNED, PUBLISHED AND DECLARED by the above-named Testatrix, BERTHA SHULTS WARD as and for her Last Will and Testament, in the presence of us, who at her request, in her presence, and in the presence of each other, all being present at the same time, have hereunto subscribed our names as witnesses and do hereby certify that we believe the Testatrix to be of sound and disposing mind and memory.

Shelli Y. Hamilton Address 4008 Lake Parkway
WITNESS
Hermitage, Tn 37076

Julie M. Harrington Address 501 West Sunset Dr.
WITNESS
Lebanon, TN 37087

THIS INSTRUMENT
PREPARED BY: T. RICHARD TRAVIS
MANIER & HEROD,
A TENNESSEE PROFESSIONAL CORPORATION
ONE NASHVILLE PLACE, SUITE 2200
150 FOURTH AVENUE NORTH
NASHVILLE, TENNESSEE 37219

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(Initials)

AFFIDAVIT BY WITNESSES TO WILL

Phyllis Y. Hamilton and Julie M Harrington
WITNESS WITNESS

after first being duly sworn or affirming, make oath or affirm that the foregoing Last Will and Testament was signed by BERTHA SHULTS WARD as and for, and at that time acknowledged, published and declared by her to be her Last Will and Testament, in the sight and presence of us, the undersigned, who at her request and in her sight and presence, and in the sight and presence of each other, have subscribed our names as attesting witnesses on the 29th day of August, 2007; and we further make oath or affirm that the Testatrix was of sound mind and disposing memory, and not acting under the fraud, menace or undue influence of any person, and was more than eighteen (18) years of age; and that each of the attesting witnesses is more than eighteen (18) years of age.

Phyllis Y. Hamilton
WITNESS

Julie M. Harrington
WITNESS

Sworn to and subscribed to before me, Marcella E. Gignilliat this 29th day of Aug., 2007.

Marcella E. Gignilliat
NOTARY PUBLIC

My Commission Expires: 11-27-2010

MARCELLA E. GIGNILLIAT
STATE OF TENNESSEE NOTARY PUBLIC
HICKMAN COUNTY, TENN.
My Commission Expires NOV. 27, 2010

417306

FILED

IN THE SEVENTH CIRCUIT COURT FOR DAVIDSON COUNTY, TENNESSEE, PROBATE DIVISION

2019 APR -3 PM 3:03

RICHARD R. ROOKER, CLERK

IN THE MATTER OF THE ESTATE	)	No. 19P629
	)	D.C.
OF BERTHA LOIS SHULTS WARD,	)	
	)	
Deceased,	)	
	)	
JONI BELINDA WARD,	)	
	)	
Petitioner.	)	

AFFIDAVIT REGARDING LOST LAST WILL AND TESTAMENT

JONI BELINDA WARD, Affiant herein, being duly sworn, deposes and makes oath to the following from her personal knowledge:

1. Affiant is resident of Maricopa County, Arizona.

2. Affiant is the daughter of Bertha Lois Shults Ward (a/k/a Bertha Shults Ward), now deceased.

3. Bertha Shults Ward had possession of the original Last Will and Testament of the decedent after its execution on August 29, 2007 and Affiant believes that the aforesaid Will has been lost.

4. Affiant states that she has made a due and diligent search for it among her mother's personal property, but has not found the same.

5. Affiant knows of no other later Will or Codicil executed by Bertha Shults Ward.

6. Affiant further states that she is the only surviving child of Bertha Shults Ward and the sole beneficiary of the Estate under the Last Will and Testament of Bertha Shults Ward.

7. The above statements are true to the best of my knowledge, information, and belief.

FURTHER, AFFIANT SAYETH NOT.

Joni Belinda Ward
JONI BELINDA WARD, Affiant

STATE OF AZ)
COUNTY OF Maricopa)

Sworn and subscribed to before me, Paula Ruddock, a Notary Public, this 27 day of March, 2019.

PAULA RUDDOCK
Notary Public - State of Arizona
MARICOPA COUNTY
My Commission Expires
March 10, 2021

Paula Ruddock
Notary Public
My Commission Expires: 3-10-2021

FILED
2008 APR -3 PM 3:03
RICHARD R. ROOKER, CLERK
D.C.

IN THE SEVENTH CIRCUIT COURT FOR DAVIDSON COUNTY, TENNESSEE, PROBATE DIVISION

IN THE MATTER OF THE ESTATE	)	
	)	
OF BERTHA LOIS SHULTS WARD,	)	**No.** 19P629
	)	
Deceased,	)	
	)	
JONI BELINDA WARD,	)	
	)	
Petitioner.	)	

AFFIDAVIT OF DRAFTING ATTORNEY REGARDING LOST LAST WILL AND TESTAMENT

TOMMY C. ESTES, Esq., Affiant herein, being duly sworn, deposes and makes oath to the following from his personal knowledge:

1. Affiant is an attorney licensed to practice in Tennessee with offices in Davidson County.

2. Affiant is an attorney with Manier & Herod, the law firm that represented Bertha Lois Shults Ward (a/k/a Bertha Shults Ward), now deceased, in connection with the execution of the Last Will and Testament of Bertha Shults Ward on August 29, 2007.

3. Bertha Shults Ward had possession of the original of this document after its execution and Affiant does not know the whereabouts of same.

4. Manier & Herod has continued to represent the decedent since 2007. Affiant knows of no other later Will or Codicil executed by Bertha Shults Ward.

5. The above statements are true to the best of my knowledge, information, and belief.

FURTHER, AFFIANT SAYETH NOT.

Tommy C. Estes

TOMMY C. ESTES, Affiant

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Sworn and subscribed to before me, Marcella E. Gignilliat, a Notary Public, this 3rd day of April, 2019.



Marcella E Gignilliat

Notary Public
My Commission Expires: 7-17-2022

#1395470

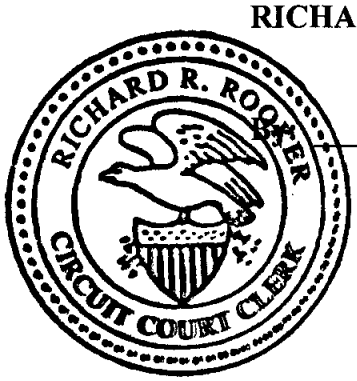
STATE OF TENNESSEE

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. **19P629.**

ESTATE OF BERTHA LOIS SHULTS WARD

IN TESTIMONY WHEREOF, I hereunto subscribe my name and affix the seal of said Court, at office, in Nashville, the 11th day of April in the year Two Thousand and Nineteen.

RICHARD R. ROOKER, Clerk



Deputy Clerk