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08/20/2021 09:29:46 AM 20 pgs
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20210820-0112758

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. **21P147**

ESTATE OF MARY C. STOREY

IN TESTIMONY WHEREOF, I hereunto subscribe my name and affix the seal of said Court, at office, in Nashville, the 8th day of January in the year Two Thousand and twenty.

RICHARD R. ROOKER, CLERK

By: _____
Deputy Clerk

RICHARD R. ROOKER CIRCUIT COURT CLERK

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21P147

LAST WILL AND TESTAMENT

OF

MARY C. STOREY
MARCH 6, 2013

FILED
MAR 29 2021
RICHARD R. ROOKER, Clerk
By _____ Deputy

PREPARED BY:
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MAR 29 2021

RICHARD R. ROOKER, Clerk
By _____ Deputy

LAST WILL AND TESTAMENT

OF

MARY C. STOREY

I, MARY C. STOREY, a resident of Davidson County, Tennessee, being of sound mind and disposing memory, do hereby make, declare and publish this to be my Last Will and Testament, hereby revoking all wills and codicils heretofore made by me.

I am not married. I have four (4) adult children namely, CARL D. STOREY, III, JULIA M. STOREY HOLMAN, EVELYN C. STOREY ALLEN, SUSAN L. STOREY ADAMS. 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 only.

ITEM 1

EXECUTORS AND TRUSTEES; USE OF TERMS

1.1 Appointment. I nominate and appoint the following individuals or entities to serve hereunder.

(a) Appointment of Executor. I nominate and appoint my daughter, SUSAN L. STOREY ADAMS, as Executor under this will. If my daughter is unable or unwilling to serve as Executor, my son, CARL D. STOREY, III, shall serve as Executor.

(b) Appointment of Trustee for Julia Holman's Trust. I nominate and appoint SUSAN L. STOREY ADAMS and CARL D. STOREY, III, or the survivor of them, as Co-Trustees of Julia's trust established in Paragraph 4.2. If one of them is unavailable or unwilling to serve, EVELYN C. STOREY ALLEN shall serve with the then serving trustee. In the event that two of them are unavailable, the remaining trustee shall serve. In no event shall JULIA HOLMAN ever serve as trustee of this trust. If at any time there is no fiduciary serving, a successor fiduciary may be appointed by the named trustees above as long as such trustee is a "disinterested trustee".

(c) Fiduciary Requirements. If a resident of the state of my domicile is required to serve as fiduciary under my will and no resident is serving, I authorize the person or persons named as fiduciary or fiduciaries under this Paragraph 1.1 to appoint a resident to serve as co-fiduciary or alone, as the case may be. No successor fiduciary shall be liable for any act of any predecessor fiduciary.

1.2 Waiver of Accounting. I hereby expressly excuse my Executor from filing any inventory, interim accountings, and final accountings which might otherwise be required

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pursuant to applicable law, unless such reports are specifically requested by any beneficiary of my residuary estate.

1.3 Action by Beneficiaries. Any action to be taken by the beneficiaries under this Item 1 shall be valid if taken by the beneficiaries of the estate or of the trust estate, as the case may be, who at that time represent a majority in interest in the estate or in the trust estate, including the remainder beneficiaries named hereunder. Any beneficiary who is a minor or who is under other legal disability shall be represented by his or her parent or by his or her duly appointed guardian.

1.4 Succession of Fiduciaries. If any fiduciary for any reason ceases to serve under this will, the remaining fiduciary or fiduciaries shall serve as successor(s) until a successor is chosen as provided in this will, and all rights and powers of the fiduciaries shall vest in and be exercised by the remaining fiduciary or fiduciaries.

1.5 Resignation of Fiduciary. Any fiduciary serving under this will may resign at any time by delivering written notice of the resignation to any remaining fiduciary or fiduciaries, and to any successor fiduciary or to the person or persons having at the time the power to appoint a successor fiduciary, or to the court having jurisdiction to appoint a successor.

1.6 Net Worth of Corporate Fiduciary. Any corporate fiduciary appointed to serve under this will shall be a trust company or a bank having trust powers and having in either assets under management of not less than Two Hundred and Fifty Million Dollars ($250,000,000).

1.7 Situs. A corporate trustee with a place of business in any state or in the District of Columbia may be appointed under the provisions of this will, it being my intent not to restrict the situs of the trust estate to any one state.

1.8 Settlement of Accounts of Fiduciary Upon Vacating Office. In the event that any fiduciary, individual or corporate, ceases to serve as fiduciary, except in the event that an individual ceases to serve as a result of the death of the individual, the fiduciary, if so requested by any successor or remaining fiduciary, shall, at the expense of the estate or the trust estate, as the case may be, immediately file with any successor and with each other fiduciary a full settlement of the accounts and a complete inventory of the estate or the trust estate and shall immediately pay over and deliver to any successor or remaining fiduciary the estate or the trust assets held by the fiduciary.

1.9 Bond. I direct that any Executor or Trustee appointed to serve under this will, whether original or successor, be permitted to qualify and serve without giving bond in this or any other jurisdiction.

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1.10 Use of Terms. Any reference in this will to "executor", "trustee" or "fiduciary" shall mean the executor or executors and the trustee or trustees serving from time to time under this will, whether original or successor. Any reference in this will to "the trust" shall be construed to refer to each of the trusts created under this will unless the context requires otherwise. Any use of the masculine shall include the feminine, and the singular the plural, when such meaning is appropriate. Any reference in this will to "the Code" shall mean the Internal Revenue Code of 1986, as amended from time to time.

1.11 Disinterested Trustee. If it becomes necessary to appoint a successor trustee or executor after the resignation, removal or unavailability of the originally named trustees or executor herein, my children, SUSAN L. STOREY ADAMS and CARL D. STOREY, III, shall appoint either an individual or corporate fiduciary which shall be a "disinterested trustee" or "disinterested fiduciary". For purposes of this Item, the term "disinterested" shall mean any corporate fiduciary or any individual fiduciary (i) who is not, and whose spouse and issue are not, entitled, either of right or in the discretion of any trustee, to present or future distributions (including possible future distribution) of income or principal of the trust 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.

ITEM 2

PAYMENT OF DEBTS, EXPENSES AND TAXES

I direct that all debts that shall be legally owing by me, my funeral expenses and the expenses of administration of my estate be paid by my Executor as soon as practicable, except that, as to any debt secured by real estate, whether by mortgage or by any other security instrument, my Executor may pay such debt or permit such real estate to pass subject to such debt. I further direct my Executor to pay all estate, inheritance and death taxes that shall be imposed and which shall be payable (except for any generation-skipping tax imposed by Chapter 13 of the Code) with respect to any devise, legacy or distribution under this will or that shall be imposed by reason of my death, including such taxes on proceeds of insurance on my life, if the property, transfer or proceeds with respect to which said taxes are levied are a part of my testamentary estate at my death. Part or all of the proceeds of any insurance on my life payable to my Executor or to my estate may be used for the payment of such debts, expenses and taxes but only if the Executor in the Executor's sole discretion deems such use of such proceeds to be in the best interest of the beneficiaries of my estate. The taxes so paid by my Executor shall be charged against and paid from my Residuary Estate; provided that any taxes so payable on property which is not part of my testamentary estate shall be apportioned against and paid by the persons in possession thereof or benefited thereby, in the manner provided by law for equitable apportionment of death taxes. Any generation-skipping ("GST") transfer tax as defined in Section 2631 of the Code, resulting from a transfer occurring under this will, including any trust

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established hereunder, shall be charged to the property constituting the transfer in the manner provided by applicable law. I authorize my Executor to claim any expenses of administration of my estate as income tax deductions upon an income tax return or returns wherever the Executor deems such action advisable to achieve an overall reduction in the income and death taxes payable by my estate. I further direct that no compensating adjustments between income and principal shall be required as a result of such action. Any realty which is part of my probate estate shall be treated as personalty

ITEM 3

DISPOSITION OF PERSONAL AND HOUSEHOLD EFFECTS; SPECIFIC BEQUEST

3.1 Disposition of Personal and Household Effects. I hereby direct that all my effects of strictly personal use, my household furnishings and any automobiles or boats that I may own at my death, together with all policies of insurance on any such property be sold and the proceeds be held in my Residuary Trust. However, my executor, in his/her sole discretion may decide to retain certain items of a personal nature such as furnishings if needed to remain in my home if my home is retained as an asset of the Residuary Trust. Any such items retained by the Executor shall be deemed to be an asset of the Residuary Trust.

I may leave a memorandum expressing my wishes with respect to the disposition of certain articles of my tangible personal property, although I understand that no such memorandum will change the nature of this bequest, which is absolute. Any question as to whether a specific item should pass under this Item 3 shall be conclusively determined by my Executor.

ITEM 4

DISPOSITION OF RESIDUARY ESTATE TO CHILDREN

4.1 Residuary Estate. Upon my death all the rest and residue of my estate, of every kind and character, whether the same be real, personal or mixed, and wherever situated, shall be referred to as my "Residuary Estate." I hereby give, devise and bequeath my Residuary Estate, subject to the charge of death taxes, as provided in Item 2, and after the payment of my last expenses and estate expenses, to the Trustee to constitute the principal of one (1) trust known as the "Julia Holman Supplemental Needs Trust" as provided in Paragraph 4.2, to hold, manage and control in trust and to distribute the income and principal in accordance with the terms set forth below.


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4.2 Trust for Julia Holman. The Julia Holman Supplemental Needs Trust shall be held in accordance with this paragraph for the lifetime of my daughter and she shall be referred to as "the beneficiary." JULIA is disabled and it is my intent that her trust shall qualify as a Supplemental Needs Trust and distributions from such Trust shall not jeopardize any federal or state aid she may anticipate receiving or is receiving currently.

(a) JULIA HOLMAN Supplemental Needs Trust

(i) Purpose of Trust. The purpose of this Trust is to supplement, but not to supplant, whatever benefits and resources the primary beneficiary may from time to time be eligible to receive by reason of age, disability, or other factors, from federal, state and local governmental and charitable sources. It is understood that the governmental and charitable programs, in themselves, contain many gaps that, if unaddressed, will greatly reduce the possibility of the primary beneficiary JULIA HOLMAN having the capacity to meet her future needs for residential, personal, and non-medical services. The Trustee shall use the principal and income of the Trust to provide the primary beneficiary with those benefits and services, and only those benefits and services, that, in the Trustee's judgment are not otherwise available to the primary beneficiary from these sources as or when needed. My Trustee may also consider any other Supplemental Needs Trusts that may exist for the benefit of JULIA in determining distributions. Without limiting the discretion of the Trustee to take whatever action it may consider necessary for the primary beneficiary's welfare, in accordance with the Trust purpose, the Trust may be used in ways that will best enable JULIA HOLMAN to lead as normal and fulfilling a life as possible.

(ii) Administration of Trust. During the lifetime of JULIA HOLMAN, (the "Beneficiary"), the Trustee, may in Trustee's sole discretion, use the income and principal of this Trust for the needs, other than support and maintenance, which are basic to a dignified life, but which may be unavailable to the primary beneficiary except through this Trust.

(A) All distributions of principal or income by the Trustee shall be purely discretionary with the Trustee;

(B) Neither the beneficiary, nor anyone on the beneficiary's behalf, shall have the right to compel the Trustee to make any distribution of principal or income;

(C) No distributions whether in cash, cash equivalents or in kind shall be made directly to the beneficiary other than allowance that does not interfere with her benefits;

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(D) The Trustee shall be entitled to consider, among all other considerations, the effect of any distributions upon the beneficiary's eligibility for or receipt of public benefits of any type and from any source; and

(E) Testator intends (but does not require, relying upon the discretion of the Trustee) that the distributions not be made or used for any purpose which reduce public benefits, which disfavor distributions might include, without limitation, shelter related expenses (mortgage payments, real property taxes, heating and cooling bills, electricity, water, sewerage, or garbage collection), groceries or meals.

(F) If the Trustee decides to provide a place of residence for the beneficiary, it shall be purely within the discretion of the Trustee. It is my desire that such should occur but the Trustee shall consider my desire and also the consequence to any federal or state aid that the beneficiary is receiving or may be entitled to receive.

(iii) Authority to Withhold for Taxes from Distribution of Corpus. Whenever the Trustee makes any distribution of the corpus of this Trust, the Trustee shall be authorized to withhold distribution of an amount of property sufficient, in the Trustee's judgment, to cover any liability that may be imposed on the Trustee for estate taxes, for any taxes imposed on any transfer deemed a generation-skipping transfer under the provisions of the Internal Revenue Code of 1986, as amended, or for other taxes, until such liability has been finally determined.

(iv) Additional Powers of Trustee. In addition to the other powers granted herein, the Trustee of any Trust in such Trustee's absolute discretion, shall have the following rights:

(A) The Trustee may elect to combine such Trust or Trust Share with another Trust for the same beneficiaries, having similar terms and provisions, whether such combinations are for administrative purposes, investment purposes or in total; and

(v) No General Power of Appointment. The powers to distribute or accumulate income and to encroach upon principal granted under this Trust shall not constitute a general power of appointment. No Trustee shall have the right under this or any other paragraph to participate in any decision to distribute or accumulate income or to encroach for the benefit of such Trustee, the creditors of such Trustee, the estate of such Trustee, the creditors of the estate of such Trustee or to satisfy the legal obligations of such Trustee. Further, no Trustee shall

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participate in any decision to distribute or accumulate income, or to encroach, for the benefit of, or to satisfy the legal obligations of support, of such Trustee.

(vi) No part of Trust subject to claim of creditors of any Beneficiary. The Testator directs that no part of any Trust herein created, nor the income from this, is to be subject to execution or other legal process for any obligation of any beneficiary subject to the claims of creditors of any beneficiary in any manner, nor shall any beneficiary have the power to sell or mortgage or encumber same, or any part thereof, nor anticipate the same, nor any part thereof, by assignment or otherwise. Likewise, no fiduciary hereunder shall be required to exercise any discretion herein granted to satisfy any obligation of any beneficiary to any third party.

(vii) Payments by Trustee. The Trustee shall have the right to make any payments of income or corpus as provided herein as the Trustee deems proper, and the receipt of the person to whom the payments are made shall be a sufficient acquittance for the Trustee, and such payments made by the Trustee may be made without the intervention of any Guardian, Conservator or the approval of any Court.

(viii) Reapportionment on Death of Beneficiary. Upon the death of the beneficiary after the trust has been apportioned and before all of the principal of such beneficiary's share of the trust has been distributed, the trustee shall transfer, pay over and convey the remaining trust principal and any undistributed income, if any, outright and free of trust into equal shares, one such equal share being apportioned to each child of mine then living, and one such equal share being apportioned to the then-surviving descendants, per stirpes, of each deceased child of mine who has descendants living at the time. Any amount apportioned hereunder shall be distributed outright and free of trust to such beneficiary.

(x) Default Provision. In the event of default of any descendants surviving a beneficiary's death after the trust is apportioned, the Trustee shall transfer and pay over absolutely and in fee simple the remaining share of such beneficiary to my then living descendants, per stirpes, provided, however, that any portion thereof payable to any person then a beneficiary of any trust hereunder shall not be distributed to such person outright but shall be added to such share then held in trust for such person and shall be dealt with, administered and distributed as an integral part thereof.

4.3 Contingent Disposition. If, at any time, there is no person qualified to receive any trust under this Item, the trust estate shall pass, free of trust, to those persons and in such shares as would have taken personal property owned by me had I died at that time intestate and domiciled in the State of Tennessee.

4.4 Rule Against Perpetuities. Notwithstanding any provision in this will to the contrary, in no event shall any trust held under this Item 4 be continued beyond the date which is

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twenty-one (21) years after the death of the last survivor of my descendants; and on that date, each trust which has not previously been distributed under other provisions of this Item shall be distributed, free of trust, to the person to whom the trust was apportioned.

4.5 Vesting and Continuation of Trust Interests. If, at the time when distribution of any amount of principal is to be made, the Trustee determines that it would be in the best interests of the beneficiary because the beneficiary has not attained the age of twenty-five (25) or because of some physical or mental incapacity, to continue the amount distributable to the beneficiary in trust, the Trustee may continue to hold the amount in trust, for the period determined by the Trustee, but not beyond the date when the beneficiary attains the age of twenty-five (25) or in the absence of physical or mental incapacity, paying to or applying for the benefit of the beneficiary such part or all of the income or principal as the Trustee deems necessary or desirable in order to provide for the proper support, maintenance, health care or education of the beneficiary, and, in the event of the beneficiary's death, paying the principal and any undistributed income to the beneficiary's estate.

ITEM 5

POWERS, DUTIES AND OBLIGATIONS OF TRUSTEE AND MISCELLANEOUS PROVISIONS

5.1 Statutory Authority. The Trustee shall have all authority granted by Tennessee Code Ann. 35-15-101 et. seq. which is incorporated herein by reference.

5.2 Investments. In addition to and not in limitation of all applicable common law and statutory authority for trust investments, the Trustee shall have the following investment powers:

(a) In General. Except as otherwise expressly provided in this will, the Trustee may lend money at interest and receive, hold, control, manage, collect, rent, lease, sell, exchange, transfer, convey, invest and reinvest any and every item of money and other property. In making any investments or reinvestments, the Trustee shall not be restricted to those authorized or prescribed by any applicable present or future law governing trust investments. Without limiting the discretionary authority granted to the Trustee by statute, and subject to all of the provisions of this will, the Trustee shall also have the authority to invest, in its discretion, in certificates of deposit, mutual 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 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 specific written consent of all of the income beneficiaries of the trust.

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(b) Diversification. The Trustee may acquire, receive and retain investments, without regard to principles of diversification, and without regard to the predominance of common stock, or stock in closely held corporations.

(c) Common Trust Funds. The Trustee may make investments in common trust funds maintained by any corporate trustee serving under this will or by any affiliate of any such corporate trustee.

(d) Shareholder Actions. The Trustee shall be authorized, in the Trustee's sole 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.

5.3 Trust Administration. The following provisions, as well as all consistent trust law of general applicability to this will, shall govern the administration of the trust estate:

(a) Consolidated Fund. Any amount apportioned under Item 5 shall, unless otherwise expressly provided, constitute a separate trust held for the benefit of the person to whom it is apportioned. However, the Trustee shall be authorized to keep the principal of any two or more of such trusts in a consolidated fund for convenience of investment and handling, with each trust holding an undivided interest in the principal as it from time to time exists, but the Trustee shall record the undivided interests of the respective trusts in the consolidated fund. If, under any provision of such Item, a trust previously held for one beneficiary passes in trust for another beneficiary for whom at that time the Trustee holds a trust under such Item, the trust so passing shall be added to his or her other trust for administration and distribution as a part of that trust.

(b) Accumulated Income. Any trust income not currently distributed or expended shall be accumulated by the Trustee and may be invested to the extent deemed advisable; and any accumulated income, at the election of the Trustee, shall either continue to constitute income from which future distributions of income may be made or shall be transferred to principal for handling and distribution as such. Whenever any trust under this will is apportioned or reapportioned to another beneficiary or other beneficiaries, any accumulated income held at that time shall become principal and shall be apportioned as part of principal.

(c) Treatment of Stock Dividends, Etc. All stock dividends, all stock or securities received by the Trustee in connection with the reorganization, merger, consolidation, recapitalization or liquidation of any corporation shall be treated as principal, and not as income for distribution.

All capital gains realized on sales or exchanges of assets may be allocated by the Trustee to either income or principal, or to both, in the Trustee's discretion.

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(d) Life Insurance. The Trustee may acquire, take out, carry and maintain policies of insurance on the life of any beneficiary, or on the life of any person or persons in whom such a beneficiary may at any time have an insurable interest, provided that the policies of insurance shall be owned by the trust or by a beneficiary, and that the proceeds of insurance shall be payable to the trust or a beneficiary.

(e) Employment of Agents. The Trustee may employ agents, custodians, and depositaries and legal, tax and investment counsel and pay them reasonable compensation for their services from the trust estate.

(f) Custody of Assets. At all times during which a corporate trustee is serving, it shall have the duty and responsibility to retain custody of all stocks, securities and muniments of title owned by the trust estate, to maintain all accounting records of trust operations and to handle all clerical details of administering the trust estate. The corporate trustee is authorized to deposit securities in any central depository.

(g) Delegation of Power. Any Trustee may, by an instrument in writing, delegate powers to the remaining Trustee or Trustees for any period specified in the writing. During that period, the remaining Trustee or Trustees may act as though the delegating Trustee were deceased and had no successor.

(h) Acts of Trustees. Except as expressly set forth to the contrary in this will, any action taken by the Trustees shall be authorized by the concurrence of a majority of the Trustees then acting or, if only two are then acting, by the concurrence of both.

5.4 Trust Distribution. The distribution of the income and encroachment on the principal of each trust during its term, and its final distribution upon termination, shall be carried out in accordance with the direction in this will and the following provisions:

(a) Considerations Relative to Distributions. In determining whether and the extent to which any discretionary distribution of current or accumulated income or any discretionary encroachment on principal shall be made under this will, the Trustee may take into consideration the amounts and sources of other income of the beneficiary, the beneficiary's other resources and his or her other monetary needs; and the Trustee shall make distribution in accordance with the provisions of this will and in the best interest of the beneficiary. The Trustee shall be fully protected in acting upon any affidavit, document or other evidence which the Trustee believes to be genuine and to state correctly the matters purported to be facts relating to the income of the beneficiary for any year or relating to any other factor considered by the Trustee to be relevant.

(b) Preference of Current Beneficiaries. In exercising discretionary powers, the Trustee is authorized to favor the person or persons who are permissible current beneficiaries

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when the Trustee believes it to be for their best interests to do so. The right of all subsequent beneficiaries shall be subordinate to this priority. The Trustee shall not be answerable to any subsequent beneficiary for anything done or omitted in favor of a current beneficiary, but no current beneficiary may compel any such favorable treatment. The Trustee shall not be obligated to make equal distributions to or for the benefit of any beneficiary.

(c) Method of Distribution. In making any distribution of trust principal, the Trustee may make distribution in kind, or partly in kind and partly in money; and if distribution from a single trust or a consolidated trust fund is made to more than one beneficiary, the Trustee may divide any item of property distributed in kind either pro rata or in any other proportion among the beneficiaries or may distribute any or all of the items of property in whole among the beneficiaries, even if shares be composed differently. Such distribution may be made by the Trustee without regard to the income tax basis of specific property allocated to any beneficiary, including any trust. The judgment of the Trustee concerning the values of the purpose of such distribution shall be binding and conclusive on all interested parties.

(d) Disability. The Trustee may make authorized distributions to or for the benefit of any beneficiary who is a minor or who is under other legal disability without the intervention of a guardian, and is authorized to make distributions to or for the benefit of any beneficiary who is a minor to a custodian for each minor under the Tennessee Uniform Transfers to Minors Act or under the Uniform Transfers or Gifts to Minors Act as adopted in any other state appropriate under the circumstances.

(e) Spendthrift Provision. Except as provided for in this will, the interest of any beneficiary under this will or any trust created under this will shall not be grantable, transferable or otherwise assignable by anticipation, either voluntary or involuntary. No spouse or any person claiming to be the spouse of any beneficiary hereunder shall have any right or claim to the principal or the income of any trust or share created under this will. No part of either principal or income of any trust or share created under this will shall be subject to attachment, garnishment, execution, receivership or to Trustee's process and in the event any such process shall be served upon my Trustee, the right of any beneficiary in respect to whose interest such process is attempted, to receive either income or principal and the obligation of the Trustee to pay the same shall terminate until such process shall be released and discharged (except with regard to any qualified terminable interest trust, whose income is required to be paid out); and provided that the Trustee may make such advance from either principal or income for the support, maintenance, health and education of such beneficiary as said Trustee in its discretion may deem wise and proper under the circumstances. This provision shall be known as a "spendthrift provision" and is to protect the beneficiary from both voluntary and involuntary transfers.

5.5 Powers of Trustee. The Trustee is specifically authorized to exercise, together with all powers otherwise granted in this will, the following discretionary powers:

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(a) Reorganization. To enter into any plan of reorganization of any corporation if the Trustee deems the plan to be in the best interests of the trust.

(b) Obligations. To enter into agreements modifying the terms or extending the maturities of any obligation.

(c) Nominee. To hold investments in the name of a nominee, in which case, with respect to securities held in the nominee's name, the nominee is excused from endorsing the securities in blank and is excused form signing transfer powers in blank and attaching them to the securities.

(d) Litigation. To sue, defend or compromise suits and legal actions and to employ counsel in connection with the same; and to make any other similar expenditure when advisable for the protection of the trust.

(e) Real Estate and Tangible Personalty. To purchase, sell, convey, alter, repair, improve or partition real estate or tangible personalty; to mortgage or otherwise encumber such property; to make and execute leases of such property for any period, even if beyond the term of the trust; and to execute and deliver any deed, conveyance, bill of sale, mortgage, deed of trust, transfer or assignment, without the joinder of any beneficiary and without disclosing any beneficiary of the trust. The Trustee may determine the rate and the method of depreciation on all depreciable property and may withhold the amount of depreciation from income. Any amount so withheld shall constitute a funded reserve for depreciation and shall remain a part of principal. The Trustee may make capital improvements and use the funded depreciation reserve, or any other part of principal, for such improvements. Insurance, taxes, repairs and other ordinary expenses shall be charged against income, and the Trustee may determine whether an expense is an ordinary expense or a capital improvement.

(f) Borrowing. To borrow money from the commercial department of any corporate trustee serving under this will or from any other source, with or without the pledge of assets of the trust estate, upon such terms and conditions as the Trustee deems advisable.

(g) Business Interests. With respect to any interest of any kind in any business included in the trust estate, whether the interest is in sole proprietorship, partnership or corporate form, to do generally all acts in relation to such interest as if the Trustee were the absolute owner including, but not by way of limitation, the power to carry on the business in such manner or form and for such time as the Trustee deems advisable; to sell or otherwise dispose of the same as a going concern and to accept consideration for it in cash, securities notes or such other form of property or evidence of indebtedness as the Trustee deems advisable; to liquidate it in whole or in part; to incorporate it or enter into a partnership agreement with respect to it; to carry out any agreement to which the interest is subject; or to withhold distribution of the

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trust estate for such period of time as is necessary to permit an orderly liquidation of the interest if such liquidation is desirable.

(h) Tax Elections and Consents. I authorize my Executor to claim any expenses of administration of my estate as income tax deductions upon an income tax return or returns wherever the Executor deems such action advisable to achieve an overall reduction in the income and death taxes payable by my estate. I further direct that no compensating adjustments between income and principal shall be required as a result of such action. Any realty which is part of my probate estate shall be treated as personalty.

5.6 Duties, Restrictions, Privileges and Immunities of Trustee. The following special provisions shall govern the relationships among the Trustee, the trust estate, the beneficiaries, and other persons:

(a) Restrictions on Individual Trustee. No individual trustee shall have the right to participate in any decision regarding discretionary distributions of income or principal for his or her benefit which are not limited by an ascertainable standard within the meaning of Section 2041 of the Code, or for the benefit of any other individual to the extent that such discretionary distributions may be used to satisfy a legal obligation of that Trustee to support or maintain that individual. No Trustee whose life is insured by any policy of insurance owned by the trust shall have any interest in any such policy, nor exercise any power (either alone or in conjunction with another person or persons) to change the beneficial ownership in the policy or its proceeds, or the time or manner of enjoyment thereof, nor have, retain or exercise any other power (either alone or in conjunction with another person or persons) in regard to such policy that shall be deemed an incident of ownership in such policy. Further, notwithstanding any other provision of this instrument, no individual trustee hereunder shall have the power to use or apply the trust property for purposes of discharging the legal obligations of such Trustee with respect to any other person.

(b) Reports of Trustee. The Trustee shall not be required to make reports to or settlements with any court. However, the Trustee shall render, upon request made no more often than annually, to each income beneficiary of the trust estate, or to the natural or legal guardian of the beneficiary, a full statement showing all items of income, receipts, expenses and disbursements and a schedule of all assets and liabilities of the trust estate.

(c) Compensation. The Trustee shall receive reasonable compensation for services rendered, the amount to be fixed by agreement with the adult income beneficiaries and with the adult who is actually caring for any minor beneficiary, or, if such agreement cannot be reached, by the court having appropriate jurisdiction. However if a family member is serving trustee or executor hereunder, no compensation shall be paid.

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(d) Responsibility. No Trustee shall be responsible for the acts or omissions of any other Trustee or for allowing any other Trustee to have custody or control of the funds and property of the trust estate. Each Trustee shall be responsible only for his or her own acts or omissions in bad faith.

ITEM 6

BENEFICIARIES

6.1 My Children. My children are CARL D. STOREY, III, JULIA M. STOREY HOLMAN, EVELYN C. STOREY ALLEN, and SUSAN L. STOREY ADAMS.

6.2 Adopted Children. Every legally adopted child of any person designated or described in this will and every descendant, by blood or adoption, of such adopted child shall have the same status under this will as if the adopted child were the blood child of its adoptive parent with respect to rights to receive property and benefits while living and with respect to the passing of interests upon the death of such adopted child or descendant; and the words "children" and "descendants" and words and phrases of similar import shall be so construed.

ITEM 7

SIMULTANEOUS DEATH

If any beneficiary or beneficiaries under this will should die with me in a common accident or disaster, or under circumstances which make it difficult or impossible to determine which of us died first, or if any beneficiary or beneficiaries dies within ninety (90) days of my death, I direct that I be deemed to have survived such beneficiary or beneficiaries and that this will be so construed.

ITEM 8

MISCELLANEOUS

8.1 Dealing with Executor or Trustee. No person dealing with the Executor or Trustee in the capacity of purchaser, acquirer, lender, tenant, lessee or contractant shall be bound to inquire into the capacity to act on the part of the Executor or the Trustee or into the authority for, or propriety of, any act or to see to the application or disposition of any money or other property paid, delivered or loaned to the Executor or the Trustee.

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8.2 Income During Administration. During the period of administration of my estate, the Executor is authorized to make distributions of the income of the estate to the same person, and the same proportions, as might be made if the administration were completed.

8.3 Disposition of Assets. I authorize the Executor, without the order of any court, to sell and convey any of my real estate or personal property not specifically devised or bequeathed at public or private sale, without the joinder of any beneficiary in such manner and upon such terms and for such prices as may seem best; and on every sale of real estate the proceeds are to be deemed and treated as forming part of my personal estate.

8.4 Powers of Executor. The powers, duties, obligations, restrictions and conditions governing the Executor of my estate shall, wherever applicable, be the same as are given to and imposed upon the Trustee under this will.

8.5 Additions to Trusts. Any person shall be privileged to make additions to the principal of any trust under this will by inter vivos gift or testamentary gift upon the consent of the Trustee. The acceptance by the Trustee of any addition shall be indicative of the Trustee's consent and agreement to handle the same as a part of and in accordance with the provisions of this will.

8.6 Waiver of Inventory, Reports and Appraisal. I authorize my Executor to administer and settle my estate without the necessity of filing an inventory or making any report or final settlement with any court to the extent permitted by law. I expressly waive appraisal of my estate in the event an appraisal is otherwise required by law.

8.7 Distributions by Executor. Whenever the Trustee is authorized or directed to make payment to or distribute property to a beneficiary, the Executor may, during the period of administration, make such payment or distribution directly to the beneficiary.

8.8 Method of Distribution. The Executor is authorized to make distributions (including the satisfaction of any pecuniary bequest), in cash or in specific property, real or personal, or an undivided interest in such property or partly in cash and partly in such property, and to do so without regard to the income tax basis of specific property allocated to any beneficiary, including any trust.

8.9 Distributions to Minors. Whenever my Executor is authorized or directed to pay any money or to deliver any property to, or to use any money or property for the benefit of any minor, my Executor shall not require the appointment of a guardian, but I authorize the Executor in the Executor's sole discretion to retain any part of such money or property during such minor's minority or to deliver all or any part of such money or property, without the necessity of requiring bond, to the guardian of the person or property of such minor or to the person with whom such minor may reside or to such minor. The receipt of any such person for such money

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or property shall discharge the Executor irrespective of the age or other qualifications of such person. The Executor may make distributions to or for the benefit of any beneficiary who is under other legal disability without the intervention of a guardian and is authorized to make distributions to or for the benefit of any beneficiary who is a minor to a custodian for any such minor under the Tennessee Uniform Transfers to Minors Act or under the Uniform Transfers or Gifts to Minors Act as adopted in any state appropriate under the circumstances.

8.10 Ancillary Administration. In the event I own an interest or interests in real property located outside the state of my domicile or in the event ancillary administration of my estate is needed for any other reason outside the state of my domicile, I appoint my domiciliary Executor or Trustee, or both, or any of them who may be permitted to qualify in such other jurisdiction as my Executor or Trustee, or both, in such other jurisdiction; and if my domiciliary Executor or Trustee or any of them is unable or unwilling to qualify as such, then I appoint as my Executor or Trustee, or both, in such other jurisdiction the person or persons selected by my domiciliary executor or by my domiciliary trustee, respectively, by an instrument in writing signed by my domiciliary executor or domiciliary trustee, respectively, and delivered to the person or persons so selected and to the court in such other jurisdiction having jurisdiction over the ancillary probate of my will. Any Executor or Trustee acting in such other jurisdiction shall have all the powers, privileges and immunities granted in this will to my domiciliary executor or trustee, and shall not be required to post bond, file inventories or make reports to any court. Such Executor or Trustee or both, shall administer the assets of my estate in such other jurisdiction as promptly as possible and shall turn such assets over to my domiciliary Executor or to the Trustee as appropriate.

8.11 Real Property. Any real property I own at my death is to be administered as part of my probate estate subject to the control of the Executor for purposes of administration, as authorized by T.C.A. Section 31-2-103(a). So long as the Executor serves, the Executor shall have the same power over the title to real property as an absolute owner would have, including, but not limited to, the power to sell, mortgage, lease or otherwise convey any interest in any real property without joinder, consent, or approval of any heir, legatee, beneficiary, court or other person, provided that in exercising such power the Executor shall be acting in a fiduciary, not an individual capacity.

IN WITNESS WHEREOF, I have set my hand this 6th day of March, 2013.

Mary C. Storey
MARY C. STOREY

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SIGNED, declared and published by the said MARY C. STOREY, as and for her last will and testament, in the 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 hereto as attesting witnesses the day and date above written.

Name	Address
Diana C. Gilleon	708 Cloverbrook Ct. Brentwood, TN 37027
Patricia Kennedy	905 Brink Pl., Franklin, TN 37064

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AFFIDAVIT PROVING WILL

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, June P. House, a Notary Public, duly appointed, commissioned and qualified in and for the State and County aforesaid, personally appeared the undersigned, whose names are subscribed to the instrument to which this Affidavit is attached and, after being duly sworn, declared to me that, in their sight and presence, MARY C. STOREY, signed, declared and published the instrument to which this Affidavit is affixed or annexed as the testator's will; and requested them to act as witnesses to its execution and to execute this Affidavit; that in the testator's sight and presence and in the sight and presence of each other, each witness signed the instrument as witness; and that the testator was at that time eighteen (18) years of age or over, was of sound mind and disposing memory, was fully capable of making a will and was under no duress, compulsion or constraint.

Diana C. Dilfien

Patricia Kennedy

WITNESSES

Subscribed and sworn to before me this 6th day of ~~February~~ March (PPH), 2013.

June P. House

Notary Public

My commission expires: 11/3/15

JUNE P. HOUSE
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY, TENN.

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