STATE OF TENNESSEE

Karen Johnson Davidson County
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I, RICHARD R. ROOKER, Clerk of the Circuit Court for Davidson County, in the State aforesaid, do hereby certify that the foregoing is a true and correct copy of the LAST WILL AND TESTAMENT heretofore filed in the SEVENTH Circuit Court for Davidson County, Tennessee, on the 10 day of JANUARY, 2022, in Docket Number 21P1887, IN RE: ETHRIDGE, DELOIS JEAN, as same remains of record in the Minutes of said Court.

IN TESTIMONY WHEREOF, I hereunto subscribe my name and affix the seal of said Court, at office, in Nashville, the 20 day of JANUARY in the year 2022 and in the 245 year of American Independence.

RICHARD R. ROOKER, Clerk

By: _____
Deputy Clerk

[SEAL]

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LAST WILL AND TESTAMENT

OF

DELOIS JEAN ETHRIDGE

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LAST WILL AND TESTAMENT

OF

DELOIS JEAN ETHRIDGE

I, DELOIS JEAN ETHRIDGE, of Davidson County, Tennessee, being of sound and disposing mind and memory, do hereby make, publish and declare the following to be my Last Will and Testament, and I hereby cancel and revoke any and all of my prior wills and codicils.

I. DISPOSITION OF ESTATE.

A. Payment of Final Expenses. I direct my Personal Representative to pay out of my estate, as soon as is practicable, all of my legally enforceable debts, the expenses of my last illness and funeral, and the cost of a suitable marker for my grave.

B. Payment of Taxes.

(1) Except as otherwise specifically provided below, upon my death, my Personal Representative shall pay (a) any and all taxes owing by me at my death, including, but not limited to, federal or state income, or property taxes (including interest and penalties, if any), and (b) all taxes lawfully imposed by reason of my death (including interest and penalties, if any) predicated upon my death as the taxable event.

(2) All actions taken by my Personal Representative in the exercise of the discretion and powers granted in this paragraph shall be conclusive and binding upon all parties in interest.

C. Tangible Personal Property.

(1) If, at the time of my death, I shall have prepared a written statement or list disposing of specific items of tangible personal property, whether written before or after the execution of this Last Will and Testament, I direct that such list govern the division or distribution of such items of tangible personal property.

(2) All other articles of tangible personal property which I may own at the time of my death, and which are not disposed of in a specific bequest below, including, but not limited to, automobiles, books, pictures, silverware, china, crystal, household furniture and furnishings, all other articles of household use, clothing, jewelry and all other articles of personal use or adornment, not including, however, any stamps, currency, coins, gems, gold or silver bullion, or other tangible personal property held primarily for investment, or used or held for sale in a business, I give and bequeath to my children living at the time of my death, in such shares of substantially equal value as my children shall agree. If no such agreement can be reached by my children within ninety (90) days after my death, then my tangible personal property shall be

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distributed in such substantially equal shares as my Personal Representative, in the sole and absolute discretion of my Personal Representative, shall determine. If all of my children predecease me, I give such other tangible personal property to my descendants, but if all of my descendants predecease me, such tangible personal property shall be distributed as part of my residuary estate.

D. Specific Bequests. My Personal Representative shall distribute the following property of my estate as follows:

(1) Vehicle. I hereby give, devise, and bequeath to my Son, **Edward Mark Ethridge**, any automobile(s) that I own at the time of my death. If **Edward Mark Ethridge** shall fail to survive me, then I direct that this specific bequest shall lapse, and my automobile(s) shall pass as part of my residuary estate, under the terms set forth herein.

(2) Personal Residence and Contents. I hereby give, devise, and bequeath to my Son, **Edward Mark Ethridge**, my personal residence, with said personal residence being improved real property located at, and known as, 433 Lynn Drive, Nashville, Tennessee 37211. I also give, devise, and bequeath to my Son, **Edward Mark Ethridge**, the contents of my personal residence. I make this specific bequest out of appreciation and in recognition of **Edward Mark Ethridge's** years of assistance to me in caring for this home and in assisting me in my advanced age, and this bequest is not intended as a slight or rebuke to my other children. If **Edward Mark Ethridge** shall fail to survive me, then I direct that this specific bequest shall lapse, and my residence and the contents thereof shall pass as part of my residuary estate, under the terms set forth herein.

E. Residuary Bequest. My Personal Representative shall divide the rest, residue and remainder of my estate as follows:

(1) My Personal Representative shall divide the rest, residue and remainder of my estate into equal shares so as to provide one such share for each living child of mine. If any child of mine shall predecease me, such predeceased child's share shall be incorporated into my residuary estate and divided equally between my surviving children (with each individual for whom a share is created referred to as a "Beneficiary").

(2) If I am not survived by any of my children, then this bequest shall lapse and be null and void with such rest, residue and remainder of my estate to pass pursuant to Paragraph F. Contingent Bequest, below.

F. Contingent Bequest. If I am not survived by any of my children, then the rest, residue and remainder of my estate shall be distributed to the individuals who would be entitled to my property under the laws of descent and distribution of the State of Tennessee, in force on the date this Last Will and Testament is signed, had I died intestate possessed of such property on the date the distribution is to be made, with the shares of taking determined by such laws.

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II. FIDUCIARIES.

A. Appointment of Personal Representative.

(1) I hereby appoint my Son, **EDWARD MARK ETHRIDGE**, as the Personal Representative of my estate. In the event **EDWARD MARK ETHRIDGE** should fail or cease to act as Personal Representative of my estate, I hereby appoint my Son, **WILLIAM LYNN ETHRIDGE**, as successor Personal Representative of my estate.

(2) The term "Personal Representative", as used in this Last Will and Testament, shall be deemed to include the terms "executor" or "administrator" if those terms are used in the statutes of any state which has jurisdiction over all or any portion of my estate. The term shall include Co-Personal Representatives when two or more Personal Representatives have been nominated and are acting as such. Every title, estate, right and discretion vested in or conferred upon the Personal Representative of my estate shall likewise become and be vested in, and may be exercised by, a successor Personal Representative. I request that my Personal Representative be allowed to qualify thereas without providing a bond. Additionally, I specifically waive and excuse my Personal Representative from the filing of my estate's inventory, pursuant to Tennessee Code Annotated Section 30-2-301, and the filing of any accounting of my estate, pursuant to Tennessee Code Annotated Section 30-2-601(a)(1), with any court. I furthermore extend such waiver and excuse to any state in which my Last Will and Testament is probated if the state allows for such waiver and excuse.

B. Independent Administration. To the full extent permitted by law, I hereby authorize my Personal Representative to administer my estate without adjudication, order or supervision of the Probate Court or other court having jurisdiction over my estate. In the event of such independent administration, my Personal Representative shall have, in addition to the powers specifically granted my Personal Representative in this Last Will and Testament, the rights and powers permitted independent personal representatives by the laws of my state of domicile effective with respect to such administration.

C. General Powers of Personal Representative. In addition to all the powers granted to my Personal Representative under applicable state law (including, but not limited to, all of the powers described in Sections 35-50-109 and 35-50-110 of the Tennessee Code Annotated, as amended or restated from time to time, to the extent applicable and except as otherwise amended or modified herein), I grant to my Personal Representative the following rights and powers with respect to my estate, all to be exercisable by my Personal Representative without order of the Probate Court or other court having jurisdiction over my estate:

(1) To sell, dispose of, manage and operate all and any property, real or personal, constituting my estate which is not specifically devised or bequeathed in this Last Will and Testament;

(2) To incur such expenses in the administration of my estate as my Personal Representative may deem necessary and proper;

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(3) To adjust any claims which may be due to or by me or due to or by my estate, upon such terms as my Personal Representative may deem proper; and

(4) To invest any funds coming into my Personal Representative's hands in such securities or other property as my Personal Representative may select, whether or not of the class or kind usually permissible for estates.

D. **Ancillary Administration**. If ancillary administration of my estate, outside my state of domicile, shall be deemed necessary or advisable by my Personal Representative, my Personal Representative shall have the right to act as ancillary administrator, or to appoint an attorney-at-law licensed to practice in the state in which such ancillary administration is to take place or a bank or trust company, having net assets under management of not less than One Hundred Million Dollars ($100,000,000) at the time of such appointment, authorized to do business in such state, as the ancillary administrator of my estate, with such bond, if any, as my Personal Representative, in the sole discretion of my Personal Representative, shall determine.

E. **Bond Not Required**. No fiduciary acting under this Last Will and Testament shall be required to give bond for the faithful performance of his, her or its duties; except as may otherwise be requested by my Personal Representative in connection with any ancillary administration.

F. **Fiduciary's Authority Presumed**. No person dealing with any fiduciary acting under this Last Will and Testament shall be obligated to see to the application of any money, securities or other property paid or delivered to such fiduciary, nor to inquire into the authority of such fiduciary to enter into and consummate any transaction or take any other action.

G. **Fiduciary's Liability for Own Actions**. No fiduciary acting under this Last Will and Testament shall be liable for any mistake in judgment in the making or retaining of investments, or any other discretionary decision made, so long as any such decision is made in good faith.

H. **Fiduciary's Liability for Actions of Predecessor**. No fiduciary acting under this Last Will and Testament shall have any liability for the acts or omissions to act of any predecessor fiduciary, or any obligation to audit the accounts of any predecessor fiduciary. No fiduciary shall be entitled to any acceptance fee or other additional compensation for auditing or investigating the accounts of such predecessor fiduciary.

I. **Fiduciary Indemnified**. Any individual acting as a fiduciary under this Last Will and Testament shall be indemnified and reimbursed from my estate for any loss, damage, liability or expense incurred or sustained by such fiduciary, in an individual or fiduciary capacity, by reason of any act or failure to act of such fiduciary for or on behalf of and in furtherance of my estate. However, the protection provided by this paragraph shall not apply to any loss, damage, liability or expense incurred or sustained by reason of gross negligence or willful malfeasance of the fiduciary.

J. **Compensation**. Each individual fiduciary shall be entitled to receive reasonable

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compensation for his or her services as a fiduciary acting under this Last Will and Testament, and shall be reimbursed for the reasonable and necessary expenses incurred in the performance of his or her duties as such. Any corporate fiduciary shall be entitled to reimbursement for expenses and to receive compensation for its services as a fiduciary under this Last Will and Testament in accordance with its published schedule of fees in effect at the time such expenses are incurred or such services are rendered, or a lower amount as otherwise negotiated.

III. DEFINITIONS AND GENERAL PROVISIONS.

A. Survivorship. Any beneficiary who dies within ninety (90) days after my death shall be considered to have died prior to my death.

B. Children. The terms "child" and "children" and "my children" as used in this Last Will and Testament shall include lawfully adopted children as well as natural children; provided that any adoption which becomes final after the adopted person has attained age eighteen (18) shall not be considered a lawful adoption for purposes of this Last Will and Testament. A posthumous child shall be considered as living at the death of his or her parent. Any child born to an unwed mother shall be deemed to be the legitimate child of such mother, but shall not be the child of the father unless (1) the father has executed a written declaration acknowledging the child as his own or (2) a court of competent jurisdiction has entered an order or judgment declaring that a father/child relationship exists. On the date this Last Will and Testament is executed, I have the following children: **WILLIAM LYNN ETHRIDGE, DAVID JOE ETHRIDGE,** and **EDWARD MARK ETHRIDGE**.

C. Descendants. The term "descendants" as used in this Last Will and Testament means the children of the person designated and the descendants of such children, excluding any descendant whose adoption become final after age eighteen (18) and such person's descendants. Except for distributions which may be made unequally, whenever a distribution is to be made to the descendants of any person, the property to be distributed shall be divided into as many equal shares as there are living children of the person and deceased children of the person who have descendants who are then living. Each living child shall take one share and the share of each deceased child shall be divided among his or her then living descendants in the same manner.

D. Internal Revenue Code. The term "Internal Revenue Code" as used in this Last Will and Testament means the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

E. Fiduciary. The term "fiduciary" as used in this Last Will and Testament means any Personal Representative, acting under this Last Will and Testament.

F. Other Terms. For the purposes of this Last Will and Testament, the use of either the singular or the plural shall be presumed to include the other. The use of titles and headings in this Last Will and Testament are for organizational purposes only and no such title or heading shall have any legal effect.

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G. Governing Law. This Last Will and Testament and the administration of my estate shall be governed by the laws of the State of Tennessee.

H. Disclaimer. In addition to any disclaimer rights conferred by law, any beneficiary, at any time within nine (9) months after the date of my death, is hereby given the right to disclaim in whole or in part any interest, benefit, right, privilege or power granted to such beneficiary under this Last Will and Testament. Any such disclaimer shall be made by duly acknowledged written instrument executed by such beneficiary, or his or her legal representative, and delivered to my Personal Representative, and filed in the court having jurisdiction over my estate. In the event of any such disclaimer (including a disclaimer under state law), the disclaimed interest, benefit, right, privilege or power shall pass as though such beneficiary had predeceased me.

I. Administration of Real Property in Probate Estate. I direct that all real property which I may own at the time of my death be administered as part of my probate estate subject to the control of my Personal Representative, as authorized by Tennessee Code Annotated § 31-2-103. It is my intention that my Personal Representative have possession and control of my real property during the period of administration, including the power to sell, lease, encumber and otherwise convey all or any portions of such real property or interests therein without the joinder of any beneficiary of my estate or the approval of any court. The commissions or other expenses arising out of the sale of any such property by my Personal Representative shall be deemed to be a proper expense of administering my estate.

J. No-Contest Provision. If any descendant or mine or otherwise a Beneficiary of the my Last Will and Testament ("Contestant") institutes or causes to be instituted or prosecuted any legal action, law suit or proceeding of any kind or character (i) to contest or set aside my Last Will and Testament, (ii) to challenge or nullify in whole or in part any provision of my Last Will and Testament, or (iii) to cooperate or aid in any such action, suit or proceeding on any ground whatsoever and the resolution of such action, law suit or proceeding turns out to be adverse to Contestant, that in such events, as to any such Contestant and his or her descendents, I: (a) hereby revoke any and all dispositions in my Last Will and Testament to or for the benefit of any such Contestant and his or her descendents; and (b) such unsuccessful Contestant and his or her descendants shall be treated as having predeceased me.

IN WITNESS WHEREOF, I have hereunto set my hand, and hereby publish and declare this document to be my Last Will and Testament, in the presence of the witnesses named below, this 18th day of June, 2015.

Delois Jean Ethridge

DELOIS JEAN ETHRIDGE

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On this 18th day of June, 2015, **DELOIS JEAN ETHRIDGE** did sign, publish and declare the foregoing instrument as and for said person's Last Will and Testament in the presence of the undersigned who, at said person's request, in said person's presence and in the presence of each other, do hereby subscribe our names as attesting witnesses, and we do hereby state that, to the best of our knowledge, at the time of the execution of this Last Will and Testament, **DELOIS JEAN ETHRIDGE** was at least eighteen (18) years of age and of sound and disposing mind and memory.

Magi Guinand, Witness — Residing at: 2122 21st Avenue South, Nashville, Tennessee 37212

Zachary Wiley, Witness — Residing at: 2122 21st Avenue South, Nashville, Tennessee 37212

STATE OF TENNESSEE)
) ss.
COUNTY OF DAVIDSON)

I, the undersigned, an officer authorized to administer oaths, certify that **DELOIS JEAN ETHRIDGE**, the Testatrix, and the witnesses, whose names are signed to the foregoing instrument, having appeared together before me and having been first duly sworn, each then declared to me that the Testatrix signed and executed the instrument as said person's Last Will and Testament, and that said person had willingly signed and executed it as said person's free and voluntary act for the purposes therein expressed: and that each of the witnesses, in the presence and hearing of the Testatrix, signed the Last Will and Testament as witness and that to the best of their knowledge the Testatrix was at the time eighteen or more years of age, of sound mind, and under no constraint or undue influence.

IN WITNESS WHEREOF I have hereunto subscribed my name and affixed my official seal this 18th day of June, 2015.

(SEAL) COLLEEN O'CONNELL STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY, TENN.

Colleen O'Connell
Notary Public
My Commission expires Oct. 18, 2016

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AFFIDAVIT BY WITNESSES TO WILL

Each of the aforesaid witnesses, being Mage Guinane and Zachary Wiley subscribed to the foregoing Last Will and Testament of **DELOIS JEAN ETHRIDGE**, executed on this 18th day of June, 2015 having been requested by the Testatrix to make and sign this Affidavit, and having first been duly sworn before the Notary Public whose name appears below, hereby state that the Testatrix was over eighteen (18) years of age, was of sound mind, declared the foregoing instrument to be her Last Will and Testament, published and executed it by signing it in the presence of all of us who were all present at the same time and we, in her presence, at her request, and in the presence of each other, subscribed our names as witnesses on the said 18th day of June, 2015.

Magi Guinane, Witness

Zachary Wiley, Witness

Sworn to and subscribed to before me,
this 18th day of June, 2015.

COLLEEN O'CONNELL STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY, TENN.

NOTARY PUBLIC

My Commission Expires Oct. 18, 2016.