Karen Johnson Davidson County
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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 & TESTAMENT** heretofore assigned to Seventh Circuit Court (Probate Division) for Davidson County, Tennessee, Case No. **21P1950**.

ESTATE OF: JOYCE ANN CLARK

IN TESTIMONY WHEREOF, I hereunto subscribe my name and affix the seal of said Court, at office, in Nashville, the 31ST day of January in the year Two Thousand and twenty-two.

RICHARD R. ROOKER, Clerk

By: _____
Deputy Clerk

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21P1950

FILED
JAN 20 2022
RICHARD R. ROOKER, Clerk
By Deputy

LAST WILL AND TESTAMENT

OF

JOYCE ANN CLARK

I, Joyce Ann Clark, a resident of Nashville, Davidson County, Tennessee, being of sound mind and disposing memory, do hereby make, publish and declare this as my Last Will and Testament, hereby revoking any and all wills and codicils heretofore made by me.

ARTICLE I
INTRODUCTORY PROVISIONS

1.1. I nominate and appoint Sydney Teresa Davis Gunnels as Personal Representative of my Estate. If such named Personal Representative should predecease me or be unable or unwilling to serve, then I nominate and appoint Michael Gunnels and Joseph Gunnels as Co-Personal Representatives of my Estate. I direct that no bond shall be required of my Personal Representative.

1.2. Whenever the terms "Personal Representative" is used herein, it shall be deemed to apply to the party or parties acting and any reference to such party or parties in one gender shall be deemed to mean the proper gender.

1.3. The term "Internal Revenue Code" shall refer to the Internal Revenue Code of 1986, or its successor provisions.

1.4. The terms "Child" or "Children" as used in this Will shall refer to my children. I currently have the following Children: Sandra Lee Barnett, Ted Barnett, Jr., Paul Alford Barnett, Mark Samuel Barnett and Sydney Teresa Davis Gunnels. I remember with affection Sandra Lee

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Barnett, Ted Barnett, Jr., Paul Alford Barnett and Mark Samuel Barnett, but have made no provisions for them herein.

ARTICLE II
BEQUEST OF PERSONAL EFFECTS

2.1. I may leave a signed and dated letter with this will designating my desires as to certain articles of personal property being given to certain persons. In such event, it is my request that my Personal Representative honor this letter, and that my beneficiaries and family members abide by the designations set forth in such letter. However, such letter shall not constitute a testamentary devise, and my Personal Representative shall not be bound by such letter. Any items mentioned in such letter, and not treated as set forth in such letter, shall pass as provided below in this Article.

2.2. I devise all items of tangible personal property, personal effects, household contents, and automobiles as I own at the time of my death to Sydney Teresa Davis Gunnels. Should Sydney Teresa Davis Gunnels predecease me, then I devise all above listed property to her surviving children in equal shares.

ARTICLE III
BEQUEST OF RESIDUARY ESTATE

3.1. I hereby give, bequeath and devise all of the rest, residue and remainder of my property, real, personal, and mixed, tangible and intangible, of whatever kind and character, and wheresoever situated, including the proceeds of any insurance policies payable to my estate (in this will referred to as my "Residuary Estate") to Sydney Teresa Davis Gunnels. In the event that Sydney Teresa Davis Gunnels does not survive me, then her children Michael Gunnels and Joseph Gunnels are to take the share of their deceased mother, in equal shares. If either Michael

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Gunnels or Joseph Gunnels predecease me, then his share shall go to his children per stirpes, or his brother, if he has no children.

3.2. Should no person survive to take any share as above provided in this Article, then such share shall pass as though I had died intestate, unmarried and without children, a resident of Tennessee, possessed of such share, immediately after the death of the last such beneficiary.

ARTICLE IV
ADMINISTRATION OF DIGITAL ASSETS

4.1 My Personal Representative shall take control of, read, write, reply, conduct, continue or terminate any email, membership accounts, networking websites, blogging or short message websites, any email service websites or other websites, and domain or other registration names, including, but not limited to, the power to obtain and use passwords, and the power to deal with, sell or terminate any such accounts that are part of my estate. This authority specifically includes the authority to access any catalogue of electronic communications sent or received by me, and any other digital asset in which I have a right or interest, pursuant to the Revised Uniform Fiduciary Access to Digital Assets Act, compiled in Tenn. Code Ann. § 35-8-101, et seq. The authority granted to my Personal Representative under this paragraph is exercisable only to the extent it does not violate any applicable law or contractual terms governing the use of such email, accounts, websites or services. For purposes of this paragraph, "catalogue of electronic communications" and "digital asset" have the meanings provided in the Revised Uniform Fiduciary Access to Digital Assets Act.

ARTICLE V
POWERS OF FIDUCIARIES

5.1. My Personal Representative shall have all the powers enumerated in Tenn. Code Ann. § 35-50-110, and the introductory paragraph and all subparagraphs thereof, which to the extent

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not inconsistent with the express provisions hereof are hereby incorporated herein by reference as fully as though copied herein verbatim.

5.2. I hereby authorize my Personal Representative, in such Personal Representative's sole and reasonable discretion, within nine (9) months after the date of the transfer which created an interest in me, to disclaim in whole or in part any bequest or devise, or any interest in any bequest or any Trust provided for my benefit under the Will of any person or under any trust established for my benefit at any time.

5.3. The Personal Representative shall be authorized to maintain funds on deposit, whether as checking or savings accounts, certificates of deposit, money market accounts, or otherwise, in any banking institution, the deposits of which are insured by the Federal Deposit Insurance Corporation, or similar government-sponsored insurance in the future, regardless of whether the amount of such funds so deposited may exceed the amount of such insurance available at such banking institution.

5.4. If I am engaged in any business activity as of the date of my death, I expressly grant my Personal Representative, as appropriate, the authority to continue, expand, contract, sell or close such business in such fiduciary's sole and reasonable discretion, and to take all actions reasonable or necessary to do so. I further waive any requirements on the Personal Representative as to diversification of investments to the extent that they may elect to continue any such business.

5.5. I recognize that my Personal Representative may not be a professional fiduciary and in order to induce such person to serve in such capacity, I hereby direct that the assets of the Estate be used to indemnify and hold my Personal Representative harmless with respect to any

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and all acts, except for fraud or bad faith of such person, in connection with: (i) the administration of my Estate, or (ii) the investment of the assets with respect to my Estate.

5.6. My Personal Representative shall have the power to hire persons, including accountants, attorneys, auditors, investment advisors, or other agents, even if they are associated or affiliated with my Personal Representative, to advise or assist my Personal Representative in the performance of administrative duties. This power shall include, but not be limited to, attorneys, accountants or other professionals who may be partners of or associates with my Personal Representative in the practice of law, accounting or other professions.

5.7. Whenever under this Will, any Personal Representative, is granted the right to take action in such fiduciary's "discretion," then such discretion shall mean the discretion of such fiduciary, except as limited by the specific language of this Will and specific provisions of law applicable to such decisions. It is my intention that the term "discretion" as used herein shall be interpreted as broadly as possible, except as limited by the specific language of this Will and specific provisions of law applicable to such decisions.

5.8. If at any time the Personal Representative is uncertain as to the interpretation of this document, as to such fiduciary's authority under this document, as to the appropriate actions to take or any other matter arising in such fiduciary's administration (whether or not involving the fiduciary's discretion), the fiduciary shall have the authority to file appropriate pleadings in the court having jurisdiction of such estates to obtain a decision by such court as to any such matter.

5.9. No provision of this Will shall be interpreted so as to defeat or impair an otherwise available marital deduction under the Internal Revenue Code or under the laws of the state of Tennessee, as now or hereafter in effect; any provision of this Will which would have the

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effect of defeating or impairing an otherwise available marital deduction under the Internal Revenue Code or under the laws of the state of Tennessee, as now or hereafter in effect, shall be void and of no effect to the extent of such defeat or impairment; and no Personal Representative shall have the right, power or authority to act in any way (or to refrain from acting) so as to defeat or impair an otherwise available marital deduction under the Internal Revenue Code or under the laws of the state of Tennessee, as now or hereafter in effect. The provisions and intentions of Tenn. Code Ann. § 35-50-112 are expressly incorporated into this Will.

5.10. At anytime when it shall become necessary to divide assets between any of the beneficiaries herein named, or to distribute any of said assets, such division or distribution shall be made in such manner as the Personal Representative, as the case may be, deems proper and may be made in cash or in kind, or partly in cash and partly in kind. The judgment of the Personal Representative, on the relative value of assets shall be binding and conclusive on all parties interested. Further, in making distribution of assets the Personal Representative shall not be required to distribute a particular asset pro rata to all beneficiaries entitled to receive a distribution, and the Personal Representative may make division and distribution of assets without regard to the basis of such assets for Federal or State income tax purposes.

ARTICLE VI
PAYMENT OF DEBTS, EXPENSES AND TAXES

6.1. I direct that all of legally enforceable debts, (except debts secured by mortgages or other security instruments, which may be paid off or retained in the sole and reasonable discretion of my Personal Representative), including funeral and testamentary expenses and expenses of my last illness, be paid as soon as may be convenient after my death. I further direct that all estate, inheritance and other taxes of the same nature (except any generation-skipping

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taxes imposed by the Internal Revenue Code or by any state) which are payable because of my death, including any interest or penalties thereon, with respect to the property comprising my estate for such tax purposes, whether or not such property passes under this Will and whether such taxes are payable by my estate or by any recipient or beneficiary of any such property, shall be paid entirely out of my Residuary Estate as an expense of administration and without apportionment, and with no right of reimbursement from any recipient or beneficiary of any such property.

6.2. My Personal Representative is specifically authorized, in her sole and reasonable discretion, to apply the proceeds from any insurance policies on my life which are payable to my estate in paying debts, expenses of administration and taxes, notwithstanding the provisions of any state law to the contrary; provided, however, that this provision shall not be construed so as to make the proceeds of any insurance subject to debts, taxes or expenses, or to waive the exemption as provided in Tenn. Code Ann. § 56-7-201, or successor provisions.

ARTICLE VII
PROVISIONS FOR COMMON DISASTER

7.1. In the event any legatee, devisee or other beneficiary under this Will and I shall die simultaneously or under circumstances which make it difficult to determine which of us died first, I direct that such beneficiary shall be deemed to have predeceased me for the purposes of this Will, and I direct further that the provisions of this Will be construed upon that assumption, irrespective of any provision of law establishing a contrary presumption or requiring survivorship for a fixed period as a condition of taking property by inheritance.

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ARTICLE VIII
WAIVER OF FILINGS

8.1. I hereby waive the requirement that my Personal Representative file an inventory or accounting of my estate with the court having probate jurisdiction over my estate. This waiver shall include, but not be limited to, the inventory as required by Tenn. Code Ann. § 30-2-301, and the accounting as required by Tenn. Code Ann. § 30-2-601, or any amendments or successors to such sections.

ARTICLE IX
ADMINISTRATION OF REAL PROPERTY

9.1. I direct pursuant to Tenn. Code Ann. § 31-2-103 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 and reasonable 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 my personal representative in the premises; provided, however, that the provisions of this Article shall not have the effect of revoking or varying any written agreement entered into during my lifetime as to the ownership, use, descent or rights in or to, any real property.

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IN WITNESS WHEREOF, I have hereunto set my hand on this 27th day of September, 2017, to this my Last Will and Testament and have signed the foregoing eight (8) pages at the bottom thereof for the purpose of identification.

Joyce Ann Clark

Joyce Ann Clark

Signed, published and declared by the said Joyce Ann Clark, being of sound mind and disposing memory, as and for her Last Will and Testament in the presence and sight of us, present at the same time, who at her request, in her presence and sight, and in the presence and sight of each other, have subscribed our names as attesting witnesses on the day and year last written above.

WITNESS:	WITNESS:
Signature:	Signature: Valentine Law
Desiree Farrar 1451 Elm Hill Pike, Ste.310 Nashville, TN 37210	Valentine Law 1451 Elm Hill Pike, Ste.310 Nashville, TN 37210

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AFFIDAVIT

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Valentine Law and Desiree Farrar being severally duly sworn, depose and say that:

We are acquainted with the said Joyce Ann Clark, who executed this annexed Last Will and Testament, consisting of nine (9) typewritten pages, dated the 27th day of September, 2017, on that date, at Nashville, Tennessee, by subscribing her name at the end thereof in the presence and sight of each of us.

At the time of subscribing said Will, Joyce Ann Clark, declared the instrument so subscribed by her to be her Last Will and Testament, and we thereupon signed our names as witnesses at the end of said instrument at her request and in her presence and sight, and in the presence and sight of each other.

At the time of executing said Last Will and Testament, Joyce Ann Clark, was over the age of eighteen (18) years and in our opinion was of sound mind, memory and understanding and not under restraint or in any respect incompetent to make a Last Will and Testament.

This Affidavit is made at the request of the said Joyce Ann Clark.

Valentine Law

Desiree Farrar

SWORN TO AND SUBSCRIBED before me on this the 27th day of September, 2017.

April L. Jackson
Notary Public

My Commission Expires: May 6, 2019

APRIL L. JACKSON
NOTARY PUBLIC
DAVIDSON COUNTY