STATE OF TENNESSEE

Karen Johnson Davidson County
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I, JOSEPH P. DAY, 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 20 day of OCTOBER, 2022, in Docket Number 22P1620, IN RE: EZERNACK, KATHRYN B, 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 28 day of OCTOBER in the year 2022 and in the 246 year of American Independence.

JOSEPH P. DAY, Clerk,

By: _____
Deputy Clerk

[SEAL]

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22P1620

THIS INSTRUMENT PREPARED BY
RUSS COOK AND ASSOCIATES, PC
5141 VIRGINIA WAY, SUITE 220
BRENTWOOD, TENNESSEE 37027

FILED
OCT 20 2022
JOSEPH P. DAY, Clerk
By: Deputy

LAST WILL AND TESTAMENT OF KATHRYN B. EZERNACK

I, **Kathryn B. Ezernack**, a citizen of the United States residing in Davidson County, Tennessee, do make, publish and declare this my Last Will and Testament, hereby revoking all prior Wills and Codicils.

ITEM I

Identifications and Definitions

As used in this Will, the following identifications and definitions shall apply:

A. Family Description. I have (3) children. They are **Bonnie E. O'Keefe (DOB: 08/06/1960), Joseph Coleman Ezernack (DOB: 08/16/1963)** and **Pamela Kay Martin (DOB: 03/17/1965)**. The terms "child" or "children" when referring to my children shall only mean the children named herein and these words shall be construed herein in the appropriate number and gender as the context requires.

B. In referring to any person, a word of one gender shall be deemed to include the other, and a reference to the singular shall include the plural, and vice-versa, if the context indicates that such a reading would be appropriate. In addition, if a successor Executor or Executrix is appointed, then reference to the word "Executor" shall be deemed to refer to such successor Executor or Executrix.

C. Upon the distribution of any property hereunder, the term "issue" is to be interpreted so as to insure that living parents do not share in any distributions of property with their issue, but, rather that the parent would take to the exclusion of his or her issue. In addition, the terms "issue", "child" or "children" shall include adopted persons. A child in gestation, who is later born alive, shall be regarded as a child in being during the period of gestation, in determining whether any person has died without leaving surviving issue, and in determining, on the distribution of any property hereunder, whether such child is entitled to share in the disposition of such property; provided, however, for all other purposes such child's rights shall accrue from the child's date of birth.

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D. The term "digital assets" includes files stored on my digital devices, including but not limited to, desktops, laptops, tablets, peripherals, storage devices, mobile telephones, smartphones, and any similar digital device which currently exists or may exist as technology develops or such comparable items as technology develops. The term "digital assets" also includes but is not limited to emails received, email accounts, digital music, digital photographs, digital videos, software licenses, social network accounts, file sharing accounts, financial accounts, domain registrations, DNS service accounts, web hosting accounts, tax preparation service accounts, online stores, affiliate programs, other online accounts and similar digital items which currently exist or may exist as technology develops or such comparable items as technology develops, regardless of the ownership of the physical device upon which the digital item is stored.

ITEM II

Payment of Expenses, Claims and Taxes

I direct that all of my just debts (except secured debts, which may be paid off or retained in the discretion of my Executor) including unpaid charitable pledges, funeral expenses, and the cost of administration of my estate be paid from my residuary estate as soon as may be convenient after my death. My Executor, in her sole and absolute discretion, may pay from my domiciliary residuary estate all or any portion of the costs of ancillary administration and similar proceedings in other jurisdictions. Except as otherwise provided herein, I further direct that all estate, inheritance, generation-skipping transfer and other taxes of the same nature that are payable because of my death 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 (after any reductions due to amounts passing to or for the benefit of qualified heirs for which a deduction is properly claimed pursuant to Section 2057 of the Code, or to any charity which qualifies for an estate tax deduction) as an expense of administration and without apportionment, and with no right of reimbursement from any recipient or beneficiary of any such property. Any interest payable with respect to these taxes shall be a charge against the income from my residuary estate. Provided, however, my Executor shall, to the extent possible and practicable, seek reimbursement for recovery of, or contribution toward the payment of federal estate or state estate tax and inheritance tax attributable to property in which I had a qualifying income interest for life, over which I had a power of appointment, or which is included in my gross estate by reason of Section 2036 of the Code from such property from which such tax is not otherwise paid or payable. Each portion of my residuary estate with respect to which a federal or state generation-skipping transfer tax, if any, is payable, including any interest or penalties thereon, shall be charged directly with that tax. My Executor, in her sole and absolute discretion, may use the proceeds of any life insurance payable to my estate for the payment of debts or taxes. Property passing outside my Will and property passing outside a revocable trust that is included in my gross estate shall be charged with its pro rata portion of any death taxes payable following my death with respect to the inclusion of such property in my gross

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estate. Such taxes shall be paid by a charge without interest against the share passing to the beneficiary under this Will who received the benefit of such property to the extent possible, but, if not, then my Executor shall seek reimbursement for such taxes from such beneficiary.

ITEM III

Bequest of Household Furnishings, Personal Effects, Automobiles, Etc.

The following provisions shall be applicable to the distribution of my tangible personal property:

A. I intend to prepare a signed and dated memorandum setting forth my wishes concerning the distribution of certain items of my tangible personal property. It is my desire that my Executor locate such signed and dated memorandum and distribute such items to the individuals designated as recipients in such memorandum. If, however, no such memorandum is found and identified as such by my Executor within ninety (90) days after my death, then such memorandum shall be deemed null and void and all of my tangible personal property shall be distributed in the same manner as provided for in Paragraph B of this Item. In addition, any tangible personal property that is not listed on such memorandum or any tangible personal property that is listed on such memorandum and devised to a beneficiary who is not living at the time of my death and for whom no effective alternate provision has been made, shall be distributed in the same manner as provided for in Paragraph B of this Item.

B. I bequeath my remaining household furnishings, personal effects, automobiles, frequent flyer miles, points with any other type of rewards program, and all other tangible personal property as well as all policies of insurance on such property or connected with its use (except cash on hand or deposit and the property bequeathed under the provisions of Paragraph A of this Item) to my son, **Joseph Coleman Ezernack**, if he is then living, but if not, then my Executrix shall sell such property in any reasonable manner which the Executrix may choose and distribute the proceeds and divide the proceeds from such sale equally among my then living children. Any decision by my Executrix shall be conclusive and final.

C. All costs of safeguarding, insuring, packing, and storing my tangible personal property before its distribution and of delivering each item to the residence of the beneficiary of that item shall be treated as administration expenses.

D. To my son, **Joseph Coleman Ezernack**, if he is then living, I give the real property with a current address of 7241 Highway 70 South, Unit 207, Nashville, TN 37221, and described on deed dated January 9, 2017, of record in Instrument No. 20170119-0006137, Register's Office for Davidson County, Tennessee, if I should own such property at the time of my death; provided,

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however, that such gift shall be only for the period of my son's life, or until he ceases to use the property as his principal residence, or if he fails to timely pay the amounts set forth herein, whichever is first. If he fails to reside in the property for a continuous period of one hundred eighty (180) days, he will be deemed to have ceased to use the property as his principal residence and his interest therein shall terminate. My son shall not be required to pay rent or furnish bond or other security therefore, but this gift is subject to and conditioned upon his payment of all real property and similar taxes (but excluding estate or inheritance taxes), assessments, carrying charges (including fire and extended coverage insurance premiums for the full insurable value thereof), and normal costs of maintenance and repair in respect thereof. Upon the death of **Joseph Coleman Ezernack**, or upon his failure to timely pay the amounts set forth in the prior sentence, or upon his ceasing to use the property as his principal residence as set forth herein, or upon my death if **Joseph Coleman Ezernack** does not survive me, I give, devise and bequeath said real property to my daughters, **Bonnie E. O'Keefe** and **Pamela Kay Martin**, in the same manner as provided in Paragraph A of Item IV below.

ITEM IV

Distribution of My Remaining Estate

All the rest, residue and remainder of my estate, which shall not include any property over which I have a power of appointment, shall be distributed as follows:

A. All the rest, residue and remainder of my property shall be distributed to my son, **Joseph Coleman Ezernack**, if he is then living, but if not, then such property shall be divided into two (2) separate and equal shares. One (1) such share shall be distributed to my daughter, **Bonnie E. O'Keefe**, if she is then living, and one (1) such share shall be distributed to my daughter, **Pamela Kay Martin**, if she is then living, with the issue then living of a deceased beneficiary named in this sentence taking such deceased beneficiary's share, per stirpes. If a deceased beneficiary named in the previous sentence does not have issue then living, then her share shall pass in equal amounts to the other named beneficiaries, if then living or deceased with issue then living, with the then living issue of a deceased beneficiary named herein taking such deceased beneficiary's share, per stirpes. If all of the named beneficiaries and their issue are not then living, then such property shall be distributed to the persons who may then be my heirs-at-law, as determined under the laws of the State of Tennessee then in force as if I had died intestate on such date. For the purposes of clarification, the beneficiaries under the previous sentence are "potential ultimate beneficiaries" as defined in Section 35-15-103(24)(D) of the Tennessee Code Annotated.

B. Whenever income and/or principal may be distributed to or for the benefit of a beneficiary, such distributions may be made directly to such beneficiary or to others for the use or benefit of such beneficiary, as the Executor deems proper. The receipt of the distributee shall be a

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sufficient acquittance for the Executor. Further, such distributions may be made without the intervention of any guardian or the approval of any court.

C. No part of my estate herein created, nor the income therefrom, is to be subject to execution or other legal process for any obligation of any beneficiary or 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 the same, or any part thereof, nor anticipate the same, or any part thereof, by assignment or otherwise.

ITEM V

Executor Powers

In addition to any powers or duties provided by other provisions in this Will or by law, my Executor shall have the following powers:

A. The powers enumerated in the provisions of Section 35-50-110 Tennessee Code Annotated, including the introductory paragraph and all subparagraphs thereof to the extent applicable. Said provisions (as in force on the date of execution of this Will) are hereby incorporated herein by reference as fully as though copied herein verbatim, notwithstanding that said statute may be amended hereafter or repealed. Notwithstanding anything contained herein to the contrary, if my estate includes insurance policies insuring my Executor's life, my Executor shall not have any powers over such policies that will cause my Executor to possess an incident of ownership with respect to any of the policies. In connection therewith, my Executor shall not have the power to surrender the life insurance policies on the Executor's life and my Executor is prohibited from changing any options relating to the policies on the Executor's life.

B. The power to exercise any election available to my estate with regard to claiming any administration expense of my estate either as a deduction for any death tax or income tax purpose. Said elections may be made in such manner as will minimize the total tax burden on my estate and shall not require adjustments as between the income and principal accounts of my estate. I hereby relieve my Executor of any liability to any beneficiary by reason of making or failing to make any such election.

C. This Will shall not exercise any power of appointment granted to me by any other instrument unless the provision in this Will exercising the power of appointment specifically refers to the instrument granting the power of appointment.

D. The power to access, handle, distribute and dispose of my digital assets. My Executor shall determine, in her sole and absolute discretion, which assets are connected to a business that I may own and are financial in nature (referred to as "Business Information"). The Business

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Information shall then transfer in the same manner as the business assets to which they relate. My Executor shall determine, in her sole and absolute discretion, which assets are personal in nature that have an actual value (referred to as "Personal Information"). My Executor is authorized to sell my Personal Information and distribute the net proceeds in accordance with my residuary estate.

E. The power to make distributions from my estate in cash or in kind, or partly in each and to value any property for that purpose; and to allocate different kinds or disproportionate shares of property or undivided interests in property among the beneficiaries.

F. Except where otherwise specifically devised in Paragraph D of Item III of this Will, all interests in real property that I may own at the time of my death and that shall pass under this Will shall, during the pendency of the administration of my estate or the earlier distribution or other disposition of such property, be owned by my estate. My Executor shall have full possession of and exercise full control over such property during such period. Until distribution or other disposition of any such property, my estate shall be entitled to all of the income therefrom and gains from the sale or other disposition thereof and shall discharge all of the responsibilities relating to ownership thereof, including, but not limited to, payment of any taxes with respect thereto and maintenance and repairs thereof. It is my intention that all interests in real property that pass under this Will shall become assets of my probate estate at my death and shall not pass by operation of any law directly to my heirs or devisees under this Will at my death, except such interests as may be otherwise specifically devised in Paragraph D of Item III of this Will. Notwithstanding any provision of this Paragraph to the contrary, in the event this Will is admitted for probate to establish a muniment of title to real estate, then such property shall vest immediately in the beneficiary or beneficiaries entitled to receive it and not come within the possession or control of my Executor.

ITEM VI

Appointment of Executor

The following provisions shall govern the appointment of the Executor:

A. I appoint my son, **Joseph Coleman Ezernack**, to serve as Executor. If **Joseph Coleman Ezernack** is unable or unwilling to serve as such Executor, then I appoint my daughter, **Bonnie Faye O'Keefe**, to serve as Executor.

B. I direct that my Executor shall not be required to give any bond for the performance of their duties. Purchasers from, lenders to and others dealing with them shall not be required to inquire as to the occasion for such sale, loan or other transaction, nor to see to the application of the purchase, loan or other money or property. Written receipts and/or canceled checks retained by my Executor shall be good and sufficient discharges for the sum therein stated to have been received.

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Transfer agents and other persons dealing with my Executor may deal with them as if they were the sole owner of the property dealt with.

C. The Executor may from time to time receive reasonable compensation for their services and such expenses may be charged, in the Executor's discretion, to either income or principal. Compensation for a corporate Executor shall be based upon its current fee schedule applicable at the time of determination.

D. I direct that no inventory or other court accounting be required of my Executor in accordance with Section 30-2-301 and Section 30-2-601 of the Tennessee Code Annotated (as in force on the date of execution of this Will). The Executor's only responsibility for statements and accountings shall be to furnish a complete final accounting to the beneficiaries of my residuary estate.

ITEM VII

Distributions to Beneficiaries Under the Age of Twenty-Five (25) Or Unable to Manage the Distribution

The following guidelines shall apply if a distribution is to be made outright by the Executor to a beneficiary who is then under the age of twenty-five (25) years or is unable to manage the distribution:

A. If a distribution is to be made to a beneficiary who is then under the age of twenty-five (25) years, the Executor is authorized to make the distribution, without further responsibility, either directly to that beneficiary, to an individual or trust company designated by the Executor as custodian for that beneficiary under an applicable Uniform Transfers to Minors Act or similar law, to the individual having personal custody of that beneficiary (whether or not court-appointed) or hold such distribution in trust in accordance with Paragraph B.3 of this Item, and the receipt of the distributee shall discharge the Executor.

B. If a distribution is to be made to a beneficiary who is twenty-five (25) years of age or older, who the Executor believes, in the Executor's sole and absolute discretion and for any reason, is unable to manage the distribution properly, then the Executor may instead:

1. Make such distribution to the custodian, guardian or conservator, duly appointed by the order of a court of competent jurisdiction, of the property of the beneficiary to manage for his or her benefit and the receipt of the distributee shall discharge the Executor;

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2. Make such distribution to the parent(s) of the beneficiary who are then serving as the natural guardian(s) of such beneficiary (whether or not court appointed), to manage for his or her benefit and the receipt of such distributee(s) shall discharge the Executor; or

3. Hold such distribution as Trustee in trust for the benefit of the beneficiary until such time as the Trustee (former Executor) determines, in the Trustee's sole and absolute discretion, that the beneficiary is capable of managing such distribution. While any amounts are held in trust for a beneficiary in accordance with this Paragraph B.3, the Trustee is authorized to distribute such amounts of income and principal that the Trustee, in the Trustee's sole and absolute discretion, deems advisable for said beneficiary's health, education, and maintenance in reasonable comfort. Any amounts of income not so distributed shall be added to principal at least annually by the end of each calendar year. Upon the death of the beneficiary, any principal and income held in trust in accordance with this Paragraph B.3 shall be distributed to the estate of the beneficiary and the receipt of the estate shall discharge the Trustee. The Trust shall be administered in accordance with the provisions of Section 35-50-110 and Section 35-15-816 Tennessee Code Annotated.

IN WITNESS WHEREOF, I have hereunto set my hand to this my Last Will and Testament, this 12th day of September, 2017.

Kathryn B. Ezernack
Kathryn B. Ezernack

This instrument was signed, published and declared by the said **Kathryn B. Ezernack** as and for her Last Will and Testament on the day and year written above, in our presence and in the presence of each of us who, at her request, in her presence and in the presence of each other, have subscribed our names as witnesses this 12th day of September, 2017.

WITNESS

Springhill, TN
ADDRESS

WITNESS

Nashville, Tn
ADDRESS

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AFFIDAVIT BY WITNESSES TO WILL

STATE OF TENNESSEE
COUNTY OF WILLIAMSON

Each of the aforesaid witnesses, being Erin Stenerson and TRINA WILLIAMSON, subscribed to the foregoing Will of **Kathryn B. Ezernack**, executed on this 12th day of September, 2017, having been requested by the said **Kathryn B. Ezernack** to make and sign this Affidavit, and having first been duly sworn before the Notary Public whose name appears below, hereby state that the said **Kathryn B. Ezernack** was over eighteen (18) years of age, was of sound mind, declared the foregoing instrument to be his 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 his presence, at his request, and in the presence of each other, subscribed our names as witnesses on the said 12th day of September, 2017.

WITNESS

WITNESS

Sworn to and subscribed to before me, this 12th day of September, 2017.

NOTARY PUBLIC

My Commission Expires:
Aug 4, 2019

JOSHUA TILLMAN
STATE OF TENNESSEE NOTARY PUBLIC
COUNTY OF WILLIAMSON
My Comm. Expires August 4, 2019