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Karen Johnson Davidson County
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20240620-0046131

LAST WILL AND TESTAMENT
OF
PATRICIA L. POWELL

FILED
JUN 18 2024
JOSEPH D. DAY Clerk
By Deputy

I, PATRICIA L. POWELL, a resident of 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 all Wills and Codicils heretofore made by me.

1. Appointment of Executor. I nominate and appoint my daughter, Sheri Prosser, as Executor of my estate. If my daughter is unable or unwilling to serve for any reason, then I nominate and appoint my daughter's husband, Marc Prosser, as alternate Executor of my estate. I direct that no bond shall be required of my Executor. Whenever the term "Executor" 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.

2. Ancillary Administration. If the appointment of an Executor of my estate is necessary or desirable in any jurisdiction in which the Executor named herein is unable or unwilling to act, I appoint as my Executor in that jurisdiction such person or corporation as may be designated in an instrument signed by the Executor named herein, to serve without security or any bond, and to have all the powers with respect to my estate in that jurisdiction that my Executor named herein is given with respect to my domiciliary estate (including the power to sell real or personal property at public or private sale for any purpose), to be exercisable without the joinder of any beneficiary or the approval of any court.

3. Administration of Real Property. I give to my Executor all real property that I may own at the time of my death and direct my Executor to hold, administer and distribute my real property as a part of my probate estate. It is my intention that my Executor 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.

4. Payment of Debts, Expenses and Taxes. I direct that all of my legally enforceable debts, unpaid charitable pledges, funeral expenses, and expenses in connection with the administration of my estate be paid as soon as may be convenient after my death, except that any debt secured by a mortgage, pledge, or similar encumbrance on property owned by me at the time of my death may be retained in the discretion of my Executor and such property shall pass subject to such mortgage, pledge, or similar encumbrance. I further direct that all transfer, estate, inheritance and other death taxes (but not any generation-skipping taxes) 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 by my Executor, provided that:

(a) Payment from Revocable Trust. I authorize my Executor to call upon the trustee of the Patricia L. Powell Revocable Trust heretofore executed by me on _____, 2015, as amended, and naming me, as the initial Trustee (the "Patricia L. Powell Revocable Trust"), to obtain the funds necessary to pay any part or all of such debts, expenses and taxes.

(b) Apportionment of Estate and Inheritance Taxes. The apportionment of any such estate and inheritance taxes shall be determined in accordance with the provisions of the Patricia L. Powell Revocable Trust.

(c) Generation-Skipping Taxes. If any generation-skipping transfer taxes are imposed as a result of my death, then such taxes shall be charged against and paid from the property with respect to which such taxes are imposed.

(d) Life Insurance Proceeds. I direct that the proceeds of any life insurance payable to my estate or to my Executor may be used for the payment of debts or taxes.

5. Disposition of Residuary Estate. I give all of the rest and residue of my estate, real, personal and mixed, of whatever kind and nature and wherever situated, to the then acting Trustee of the Patricia L. Powell Revocable Trust, hereinabove described (as amended by me from time to time), as Trustee of said trust, to be added to the trust estate held thereunder and to be held, administered, and distributed as provided therein.

6. Simultaneous Death. If my spouse and I shall die simultaneously, or under circumstances which make it difficult to determine which of us died first, I direct that my spouse shall be deemed to have survived me for the purposes of this instrument, and I direct further that the provisions of this instrument shall 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.

7. Powers and Duties of Executor.

(a) In General. In addition to all powers given under applicable law, my Executor shall have all the powers enumerated in Tennessee Code Annotated § 35-50-110; and the introductory paragraph and all subparagraphs thereof, to the extent not inconsistent with the express provisions hereof, are hereby incorporated herein by reference.

(b) Protection of Marital Deduction. In no event shall my Executor have any power that would invalidate the marital deduction for federal or state estate or inheritance tax purposes.

(c) Employment of Agents. My Executor shall be authorized, in my Executor's discretion, to employ accountants, attorneys, investment advisors, or other institutions or persons, to assist in the administration and investment decisions for my estate, or to enter into a custodial arrangement with a bank or other financial institution of my Executor's choosing. The fees of any person or institution employed by my Executor in accordance with this subparagraph may be paid from my estate as my Executor shall determine.

8. Waiver of Requirement of Inventory and Accountings. I hereby expressly excuse my Executor from filing any inventory, interim accountings, and final accounting which might otherwise be required pursuant to applicable law, unless such reports are specifically requested by any beneficiary of my residuary estate.

IN WITNESS WHEREOF, I have hereunto set my hand on this 11 day of Oct, 2015, to this my Last Will and Testament, and have subscribed each of the foregoing two (2) pages at the bottom thereof for the purpose of identification.

PATRICIA L. POWELL

Signed, signified and declared by the said PATRICIA L. POWELL (the "Testator"), being of sound mind and disposing memory, as and for the Testator's Last Will and Testament, in the presence and sight of us, present at the same time, who, at the Testator's request, in the Testator's 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 above written.

WITNESSES:

_____ ADDRESS: Franklin, TN

_____ ADDRESS: Mt Juliet, TN

This instrument prepared by:
Bass, Berry & Sims PLC
150 Third Avenue South, Suite 2800
Nashville, TN 37201
(615) 742-6200

EFILED 06/18/24 08:56 AM CASE NO. 24P1132 Joseph P. Day, Clerk

AFFIDAVIT

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Michael D. Scarty and Dana Davis, being severally duly sworn, depose and say that:

We are acquainted with PATRICIA L. POWELL (the "Testator"), who executed this annexed Last Will and Testament, consisting of three (3) typewritten pages, dated 10/9, 2015, on that date at Nashville, Tennessee, by subscribing the Testator's name at the end thereof in the presence and sight of each of us.

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

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

This affidavit is made at the request of the Testator.

The annexed Last Will and Testament was examined by the undersigned witnesses at the time this affidavit was made.

SWORN TO AND SUBSCRIBED before me, this 9 day of Oct., 2015.

NOTARY PUBLIC

My Commission Expires:

LORI D. COX
STATE OF TENNESSEE
NOTARY PUBLIC
DAVIDSON COUNTY
My Commission Expires November 3, 2015

14426773.1

STATE OF TENNESSEE

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IN RE: ***PATRICIA L POWELL***

Docket No: ***24P1162***

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 document heretofore entered in the above styled case on June 18, 2024 in the Seventh Circuit Court for Davidson County, Tennessee, 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, on June 18, 2024.

JOSEPH P. DAY
CIRCUIT COURT CLERK

JOSEPH P. DAY, Clerk,

By: _____
Deputy Clerk

Tennessee Certification of Electronic Document

I, Adam Harrer, do hereby make oath that I am a licensed attorney and/or the custodian of the original version of the electronic document tendered for registration herewith and that this electronic document is a true and exact copy of the original document executed and authenticated according to law on Jun 17, 2024 (date of document).

Affiant Signature

06/19/2024

Date

State of Tennessee

County of Davidson

Sworn to and subscribed before me this 19 day of June, 2024.

Emerald S. Burns

Notary's Signature

MY COMMISSION EXPIRES: 09-07-2026

NOTARY'S SEAL

