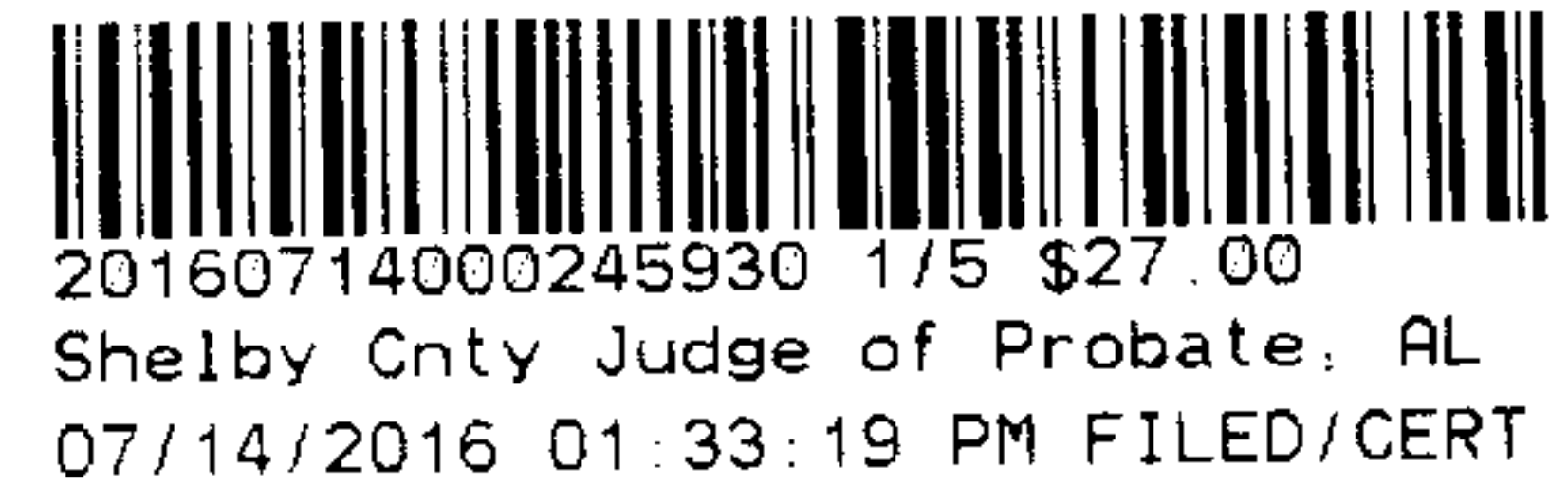


**LAST WILL AND TESTAMENT  
OF  
WILLIAM RANDALL YANCEY**



I, WILLIAM RANDALL YANCEY, a resident of Shelby County, State of Alabama, being of sound mind and disposing memory and over the age of eighteen (18) years, do hereby make, declare and publish this, my Last Will and Testament, hereby revoking all other Wills and testamentary dispositions heretofore made by me.

**ITEM ONE**

I direct that my Executor, hereafter named, shall pay all debts and charges against my estate, including the expense of my last illness and funeral, as soon after my death as is practicable.

**ITEM TWO**

I give, devise and bequeath all of my real property and my wedding ring to my wife, Cathy G. Klingensmith.

I give, devise and bequeath all of my personal property, of every kind and description, wherever located, to my beloved children, Mallory Cornelia Yancey ("Mallory") and Jack Randall Yancey ("Jack"), to share and share alike.

I give, devise and bequeath all of my personal interest in any partnership, limited liability company or corporation, of every kind and description, wherever located, to my beloved children, Mallory Cornelia Yancey ("Mallory") and Jack Randall Yancey ("Jack") and my wife Cathy G. Klingensmith, to share and share alike.

If either of my said children should predecease me, should die simultaneously with me, or should die so close in time to the time of my death that it cannot be determined which of us died first, I then direct that the deceased child's portion shall go to their said heirs of direct lineage or adoption. In the event that at the time of my death, and either of my said children should predecease me, should die simultaneously with me, or should die so close in time to the time of my death that it cannot be determined which of us died first and my said children do not have heirs of direct lineage or adoption, I then direct that that deceased child's portion shall go to my then surviving child.

If and in the event that neither of my said children survive me, then I hereby direct that all of my other property, real, personal or mixed, of every kind and description, wherever located, shall go to my beloved wife and soul-mate, Cathy G. Klingensmith.

If and in the event that neither of my said children or said wife survive me, then I hereby direct that all of my other property, real, personal or mixed, of every kind and description, wherever located, shall be divided among my brothers, Glen Derek Yancey and Ronald Dale Yancey in equal shares. I hereby direct that

*WRY*



the sum of one dollar shall be left to my brother Raymond P. Yancey for all the pain and suffering he has caused me from his distrusting soul.

**ITEM THREE**

If my said child Jack is under the age of thirty (30) years, at the time of my death, I hereby appoint my beloved wife, Cathy G. Klingensmith, as Trustee of any property going to my said child. The Trustee is to serve as Trustee without the necessity of having to make a bond, report or accounting to any court. The Trust is to terminate as to said child at such time as the said child shall reach the age of thirty (30) years. Said Trusts are to be set up with the Federal identifying number as the same as my aforementioned children's personal social security number and only income, shall be distributed to said child Jack each year in order to avoid any income taxes that would normally be incurred if the included and maintained within the Trust.

The Trustee is hereby given full and complete power and authority to use any property in the Trust to properly educate for my said child Jack through Jack's college undergraduate or other like-kind degree, only in the event that my said child's natural mother, Julie Sanford Rocket (Julie), is financially unable to maintain and provide for my said child Jack. Other than the aforementioned education costs, the Trustee is hereby given full and complete power and authority to use any property in the Trust to properly maintain and provide for my said children in, and only in the event that my children's natural mother, Julie Sanford Rocket, is financially unable to maintain and provide for my said children. As of this writing I am aware that Julie has a net worth in excess of one million dollars with approximately five hundred thousand dollars in an individual retirement account with Wells Fargo Financial which, per my definition for this document's purpose, qualifies her to maintain and provide for said child Jack.

The Trustee is authorized to execute any documents, including but not limited to, deed, notes, mortgages, contracts, and agreements, of any kind and nature, to carry out the purposes of this Trust. The Trustee is hereby given the authority to use his best judgment in the use and maintenance of the Trust to see that my children are properly cared for and maintained.

In addition to all other powers herein given to said Trustee, Trustee shall have the following powers:

- a) To sell at public or private sale, for cash or on terms, to lease for periods within or beyond the duration of the Trust, and to exchange all or any portion of said Trust Estate (including real, personal and mixed property) at such time, for such consideration, and upon such terms and conditions as the Trustee may deem advisable, and to execute instruments necessary or proper to effect or evidence such sale, lease or exchange;
- b) To retain any of the bonds, shares of stock, real property or other property passing to the Trustee hereunder for such time as the Trustee shall deem advisable, without liability for any loss the Trust Estate may



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- sustain by reasons of Trustee so doing, and to dispose of the same by sale or exchange or otherwise as when the Trustee shall deem advisable, and to invest and reinvest the proceeds of the property so disposed of in accordance with the provisions of paragraph (j) below;
- c) To determine what losses, expenses and other items shall be charges against principal and what against income and to charge the premiums of securities purchased at a premium either against principal or income or partly against principal in such manner as to provide a fair distribution or apportionment between income and principal;
  - d) To compromise, arbitrate or otherwise adjust claims in favor of or against the Trust Estate or the Trustee;
  - e) To insure, repair, rebuild, maintain and demolish any buildings or improvements that may be a part of the Trust Estate and for any such purposes to set up reserves out of income received;
  - f) To vote all shares of stock at any time forming a part of the Trust Estate at corporate meetings, to waive any notice and give any consent for or with respect to such shares of stock and to give and delegate to any attorney-in-fact or proxy any power given herein to the Trustee with respect to such shares of stock, and to cause any stocks, bonds or other securities to be registered in the name of the nominee or nominees of the Trustee, and to participate in any reorganization or liquidation of any corporation in which the Trustee holds stock;
  - g) To treat stock dividends and other extraordinary non-cash dividends, realized appreciation of assets, and other assets received by the Trustee as income or principal of the Trust Estate or to apportion the same between income and principal, in such manner as to provide a fair distribution or apportionment between income an principal;
  - h) To give and execute powers of attorney for the cancellation of any mortgages, to continue any mortgages beyond an after maturity, with or without renewal or extension, upon such terms as may seem to the Trustee advisable; to foreclose, as an incident to collection of any bond or note, and to purchase the mortgaged or pledged property to acquire the same by conveyance with foreclosure; and to retain any property brought in under foreclosure or taken over without foreclosure for such time as to the Trustee shall seem best;
  - i) To pay from the income or corpus of the Trust Estate any taxes which may be assessed thereon and any and all expenses that may properly be incurred in or about the management of the Trust, including attorney's fees;
  - j) To invest and reinvest said Trust Estate and the proceeds of sale or disposal of any portion thereof in such bonds, mortgages, stocks (common or preferred), securities of any kind as the Trustee may deem advisable without regard to any constitutional, statutory or other restrictions to investment of trust funds, all of which restrictions, limitations, rules and regulations are hereby waived and may be entirely disregarded by the Trustee;




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- k) To make distribution of principal, when such becomes payable or distributable, in kind or in cash or partly in kind and partly in cash, and if advisable in Trustee's opinion the Trustee may, by a sale or sales thereof, convert into cash any securities, property or other subject of investment then constituting a part of the Trust Estate before making such distribution. Any real property, securities or other property distributed by the Trustee under the foregoing provisions hereof shall be taken at the fair market value thereof at the time of such distribution or, if the same have not a market value, then at such value as the Trustee shall deem proper and the determination of the Trustee as to the fairness of such distribution shall be conclusive and binding upon all parties concerned; and
- 1) To employ and consult with attorneys, tax advisors, accountants and other advisors as the Trustee may deem necessary and proper, to pay their fees as charges on either income or corpus as the Trustee may deem appropriate, and acting in good faith, to rely and act upon the advice of them or any of them.

If Cathy G. Klingensmith should die, resign, or for any reason fail to qualify or continue to act as the Guardian and Trustee, then I nominate, constitute and appoint my beloved child, Mallory, as the Guardian and Trustee in her stead, and direct that as such Guardian and Trustee she shall have the same exemptions, powers and authority as hereinabove conferred upon my Guardian and Trustee in this ITEM.

Given onto my hand on this 29th day of October 2014.

  
William Randall Yancey

  
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STATE OF ALABAMA  
COUNTY OF SHELBY

I, the undersigned Notary Public in and for the said State and County, hereby certify that William Randall Yancey, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and seal on this the 29th day of October, 2014.






Carlene R. Hadaway  
Notary Public-State of Alabama at Large  
My commission expires: \_\_\_\_\_

MY COMMISSION EXPIRES DECEMBER 10, 2017

Brittany House  
Witness BRITTANY HOUSE

\_\_\_\_\_  
Witness

  
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