

STATE OF ALABAMA)

RECORDED

81 PAGE 736

JEFFERSON COUNTY)

57268

I, Lewis E. Sorrell, a resident of Jefferson County, Alabama whose name is signed hereto at my request by Frank M. Bainbridge who is a witness hereto for the reason that I am unable to sign my own name, being of sound mind and disposing memory, and being fully aware of the contents of this codicil, the same having been prepared for me at my request and direction, and having been read to me and is fully understood by me, do hereby make, declare and adopt this instrument as a fourth codicil to my last will and testament executed by me on the sixth day of August, 1959 in the presence of Walter L. Mims and Frank M. Bainbridge, and the first codicil thereto executed by me on the 15th day of June, 1961 in the presence of Vivian L. Post and Bessie Mussey, and a second codicil thereto executed for me by Walter L. Mims at my request on the 12th day of November 1963 in the presence of William C. Tucker, William H. Kessler and Walter L. Mims, and a third codicil thereto executed for me by Walter L. Mims at my request on the 29th day of January, 1964, in the presence of Walter L. Mims, Frank M. Bainbridge and Ada K. Skelton.

1. I hereby further modify and amend my said last will and testament and the codicils thereto hereinabove described, in that it is my will and I hereby direct that in the event my wife, Sally Sparrow Sorrell shall survive me, she shall act as sole Executor and Sole Trustee under the terms of my last will and testament and the codicils thereto and shall have all of the rights, powers, duties and exemptions which were previously conferred upon the co-executors and co-trustees in my said last will and testament and the codicils thereto.

In the event my said wife should predecease me or in the event of her death during the administration of my estate or prior to the termination of the trust estate as provided in my said will, then in that event I nominate and appoint The Exchange Security Bank of Birmingham,



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Shelby Cnty Judge of Probate, AL
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as successor Executor and successor Trustee with all the rights, powers, duties and exemptions which were previously conferred upon the co-executors and co-trustees in my said last will and testament and the codicils thereto.

2. I hereby ratify and confirm my said last will and testament, and the first, second and third codicils thereto hereinabove described insofar as they are not in conflict with this codicil and do republish the same as herein and hereby amended as of this date.

IN WITNESS WHEREOF, I, Lewis E. Sorrell, have requested that my signature be placed hereon to this, the fourth codicil, to my last will and testament on this the 6 day of July, 1964.

Lewis E. Sorrell
By: Frank M. Bainbridge

The above was signed by Frank M. Bainbridge at the request of Lewis E. Sorrell and published and declared by him, Lewis E. Sorrell, to be a codicil to his last will and testament in our presence, and we, at his request and in his presence and in the presence of each other, have hereunto set our signatures as attesting witnesses on the day said instrument bears date.

Frank M. Bainbridge
Mrs. Iala S. Mizell
[Signature]

CERTIFICATE TO THE PROBATE OF WILL

THE STATE OF ALABAMA,
JEFFERSON COUNTY.

I, J. PAUL MEEKS, Judge of the Court of Probate, in and for said State and County, do hereby certify that the foregoing instrument _____ of writing ha _____ this day, in said Court, and before me as the Judge thereof, been duly proven by the proper testimony to be the genuine last Will and Testament & Codicils of Lewis E. Sorrell, Deceased and that said Will and Codicils together with the proof thereof have been recorded in my office in Judicial Record, Vol. 81 Page 718-737. In witness of all which I have hereto set my hand, and the seal of the said Court, this date March 29, 1966.

THIRD CODICIL TO
LAST WILL AND TESTAMENT
OF
LEWIS E. SORRELL

JD
17030

81 PAGE 734

STATE OF ALABAMA)

JEFFERSON COUNTY)

57268

I, Lewis E. Sorrell, a resident of Jefferson County, Alabama, whose name is signed hereto at my request by Walter L. Mims who is a witness hereto for the reason that I am unable to sign my own name, being of sound mind and disposing memory, and being fully aware of the contents of this codicil, the same having been prepared for me at my request and direction, and having been read to me and is fully understood by me, do hereby make, declare and adopt this instrument as a third codicil to my last will and testament executed by me on the sixth day of August, 1959 in the presence of Walter L. Mims and Frank M. Bainbridge, and the first codicil thereto executed by me on the 15th day of June, 1961 in the presence of Vivian L. Post and Bessie Mussey, and a second codicil thereto executed for me by Walter L. Mims at my request on the 12th day of November 1963 in the presence of William C. Tucker, William H. Kessler and Walter L. Mims.

1. I hereby further modify and amend my said last will and testament hereinabove described by changing the corporate Executor and Trustee named therein from the Exchange Security Bank to the First National Bank of Birmingham, Alabama and by deleting therefrom the name of the Exchange Security Bank of Birmingham, Alabama wherever it appears therein and substituting in lieu thereof The First National Bank of Birmingham, Alabama. I hereby confer upon the said First National Bank of Birmingham as Executor and Trustee all of the powers, duties and exemptions which were previously conferred upon the original corporate Executor and Trustee.



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2. I hereby ratify and confirm my said last will and testament, and the first and second codicils thereto hereinabove described insofar as they are not in conflict with this codicil and do republish the same as herein and hereby amended as of this date.

IN WITNESS WHEREOF, I, Lewis E. Sorrell, have requested that my signature be placed hereon to this, the third codicil, to my last will and testament on this the 29th day of January, 1964.

Lewis E. Sorrell
By: Walter L. Mims

The above was signed by Walter L. Mims at the request of Lewis E. Sorrell and published and declared by him, Lewis E. Sorrell, to be a codicil to his last will and testament in our presence, and we, at his request and in his presence and in the presence of each other, have hereunto set our signatures as attesting witnesses on the day said instrument bears date.

Walter L. Mims
Frank M. Paulidge
Ada K. Skelton

SECOND CODICIL TO
LAST WILL AND TESTAMENT
OF
LEWIS E. SORRELL

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RECORD

81 PAGE 732

STATE OF ALABAMA)

JEFFERSON COUNTY)

57268

I, Lewis E. Sorrell, a resident of Jefferson County, Alabama, whose name is signed hereto at my request by Walter L. Mims who is a witness hereto for the reason that I am unable to sign my own name, being of sound mind and disposing memory, and being fully aware of the contents of this codicil, the same having been prepared for me at my request and direction, and having been read to me and is fully understood by me, do hereby make, declare and adopt this instrument as a second codicil to my last will and testament executed by me on the sixth day of August, 1959 in the presence of Walter L. Mims and Frank M. Bainbridge, and the codicil thereto executed by me on the 15th day of June, 1961 in the presence of Vivian L. Post and Bessie Mussey.

1. I hereby further modify and amend my said last will and testament hereinabove described as follows:

Share B of my estate, as provided for in Item Three of my said will, shall, after the death of my wife, Sally Sparrow Sorrell, be held for the benefit of Mary Sorrell Dent, Sally Coffman and Susan Coffman, equally, share and share alike. The only change intended by this codicil is to include Mary Sorrell Dent as an equal beneficiary of Share B with her two daughters, Sally and Susan Coffman. I will and direct that she shall share in the income thereof during the existence of the trust after the death of my wife and in the corpus thereof upon the final termination of said trust. Nothing in this codicil shall be construed to change the date of the termination of said trust described in my said will as Share B.

2. I hereby ratify and confirm my said last will and testament, and the codicil thereto hereinabove described insofar as they are not in conflict with this codicil and do republish the same as herein and hereby amended as of this date.

IN WITNESS WHEREOF, I, Lewis W. Sorrell, have requested that my signature be placed hereon to this, the second codicil,

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to my last will and testament on this the 17 day of November,
1963.

Lewis E. Sorrell

BY: Walter L. Mims

The above was signed by Walter L. Mims at the request of
Lewis E. Sorrell and published and declared by him, Lewis E.
Sorrell, to be a codicil to his last will and testament in our
presence, and we, at his request and in his presence and in the
presence of each other, have hereunto set our signatures as
attesting witnesses on the day said instrument bears date.

Wm. E. Sorrell

William H. Evers

Walter L. Mims

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CODICIL TO
LAST WILL AND TESTAMENT
OF
LEWIS E. SORRELL

STATE OF ALABAMA)

JEFFERSON COUNTY)

57268

I, the undersigned, Lewis E. Sorrell, a resident of Jefferson County, Alabama, being of sound mind and disposing memory, do hereby make and declare this a codicil to my last will and testament, executed on the 6th day of August, 1959 in the presence of Walter L. Mims and Frank M. Bainbridge.

(1) I hereby modify and amend my said last will and testament hereinabove described as follows:

(a) I hereby revoke, cancel and annul Item Two as contained in my last will and testament and particularly the cash bequest of One Thousand Dollars (\$1,000.00) each made to Eugenia Lawley, Mrs. Lurla Ray and Mr. Lewis E. Akin in and by Item Two of my said last will and testament.

(b) I hereby revoke, cancel and annul the bequest to my sister, Mrs. Eugenia Robinson of the sum of One Hundred Dollars (\$100.00) per month for life, and the bequest to my sister Mrs. Amy Conway of the sum of Twenty Five Dollars (\$25.00) per month for life, both of said bequests being payable out of the income or corpus of share B of my Trust Estate and contained in Item Four, (page 4) of my said last will and testament. I direct that the trustees named in my said will shall not make any payments to my said sisters, Mrs. Eugenia Robinson and Mrs. Amy Conway but shall pay the entire net income of

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this share B of my trust unto my wife, Sally Sparrow
Sorrell according to the terms of section (b) of said
Item Four of my said last will and testament.

(2) I hereby ratify and confirm my said last will and testament,
hereinabove described insofar as it is not in conflict with this
codicil, and do republish the same as herein and hereby amended as of
this date.

IN WITNESS WHEREOF, I, Lewis E. Sorrell have hereunto set my
hand and seal to this, a codicil to mylast will and testament, on
this the 15 day of June, 1961.

L E Sorrell (SEAL)

The foregoing was signed, sealed, published and declared by
Lewis E. Sorrell to be a codicil to his last will and testament,
in our presence, and we, at his request and in his presence and
in the presence of each other, have hereunto set our signatures
as attesting witnesses on the day the said instrument bears date.

Virian L. Post

Bessie Mussey

Lewis E. Sorrell
Judge of Probate

Last Will and Testament

OF

LEWIS E. SORRELL

IN
RECORD

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STATE OF ALABAMA |

JEFFERSON COUNTY |

57268

I, Lewis E. Sorrell, a resident citizen of Jefferson County, Alabama, being of sound mind and disposing memory, do hereby make and publish this, my last will and testament, hereby revoking any and all former wills made by me.

ITEM ONE

I desire and I hereby direct that all of my just debts, including my funeral expenses, and the expenses of my last illness be paid by my executors hereinafter named, as soon after my death as convenient.

ITEM TWO

I give and bequeath to the individuals hereinafter named in this Item Two of my will the cash sums specified provided that they are living at the time of my death:

Eugenia Lawley, my great niece, whose present address is Atmore, Alabama, the sum of \$1,000.00

Mrs. Lurla Ray, my niece, who presently resides in Birmingham, Alabama, the sum of \$1,000.00

Mr. Lewis E. Akin, presently resides in Birmingham, Alabama, the sum of \$1,000.00

If either of the above individuals has predeceased me then the bequest to them shall lapse and the amount thereof shall become a part of the residue of my estate.

ITEM THREE

I give and bequeath all of my personal effects, including any automobile that I may own at the time of my death, to my wife, Sally Sparrow Sorrell absolutely. I hereby vest in my Executors hereinafter named full power and authority to determine what objects of property are included in the foregoing description, but I call to their attention that the household furniture and furnishings located in the house on Shades Crest Road in Birmingham, Alabama are already owned by my said wife and are not to be considered as owned by me at the time of my death.



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ITEM FOUR

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RECORD

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I hereby give, bequesth and devise unto the Exchange-Security Bank, (a national banking association having its principal office in Birmingham, Alabama) or its successor having trust powers, and my wife, Sally Sparrow Sorrell, if she is living, as Trustees, all of the rest, residue and remainder of my property which I may own, or to which my estate may become entitled or over which I may have any power of disposition, in trust, nevertheless, for the uses and purposes, upon the terms and conditions and with the powers and duties hereinafter set forth.

(a) I direct that my executors shall, as soon as practicable after my death, divide said residue of my estate into two shares, hereinafter referred to as share A and share B. Share A shall consist of property (including any undivided interest in property which my said executor may allocate to it) having a value equal to one-half of my gross estate as calculated for Federal estate tax purposes, after deducting therefrom the value of the property disposed of by Item Three hereof, the amount of any policy or policies of life insurance on my life payable to my said wife which qualifies for the marital deduction for estate tax purposes, the amounts due and owing from my estate for funeral expenses, administration expense including court costs and attorney's fees, all lawful claims against my estate, including any unpaid mortgages, but not including the amount of any inheritance or estate tax which may be due by reason of my death. Said share of my estate, share A, shall be held by my said Trustees for the use and benefit of my wife, Sally Sparrow Sorrell, if she is living, for the remainder of her life. If at the time of my death I am still the owner of the farm in Shelby County, Alabama, the address of which is Helena, Route 1, I will and direct that the residence thereon which we have always referred to as "the big house" together with fifteen acres of surrounding land, be included in Share A of my estate above mentioned.

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During the life of my said wife, the Trustees shall pay over to my said wife the entire net income from said trust estate in installments not less frequently than quarterly. If at any time during such period the net income from said trust shall, in the sole discretion of my said wife, be insufficient for her comfort and support, the Trustees shall pay over to her such additional sums out of the principal of said trust estate as she may deem necessary or desirable for said purposes. Any such request for payment of principal shall be in writing and addressed to the corporate Trustee hereinabove named. If my wife should become incapacitated and for any reason unable to make such a request for said principal sums, in writing then the corporate Trustee may make such disbursements as it in its discretion deems necessary for said purposes.

Upon the death of my said wife, this trust for her benefit shall terminate, and the Trustee shall thereupon transfer and pay over the property then constituting said trust estate to such person or persons, in such manner and in the proportions, as my said wife may by her last will and testament designate and appoint. In the event, however, that my said wife shall die intestate, or if she dies testate but fails to exercise the foregoing power of appointment, then I direct that the corporate trustee shall pay over said trust estate to her heirs at law, according to the laws of descent and distribution of the State of Alabama.

(b) Share B of my estate shall consist of all items of property, not included in Share A above, and after payment of any estate tax that may be due from my estate. It is my intent and I direct that any such estate tax shall be paid out of Share b and that Share A shall not be reduced as a result of any such payment. Share B shall be held by my said Trustees, without division into further shares, for the use and benefit of the persons hereinafter named and for the period hereinafter stated.



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I direct that the Trustees shall pay over to my sister, Mrs. Eugenia Robinson the sum of One Hundred Dollars (\$100.00) per month and to my sister, Mrs. Amy Conway the sum of Twenty Five Dollars (\$25.00) per month, as long as they are living. Said sums shall be payable out of the net income from said trust, if sufficient, or from the corpus thereof if the net income is insufficient. Upon the death of my said sisters, said payments to them shall cease and their heirs or estates shall have no further rights or interest therein. I further direct that after payment of said amounts to my said sisters, the Trustees shall pay over all of the remainder of the net income from this trust to my wife, Sally Sparrow Sorrell, in installments not less frequently than quarterly, for the remainder of her lifetime. If my said wife survives my said sisters, then she shall be entitled to receive all of the net income from this trust after the death of the survivor of my said sisters. If in the discretion of the corporate Trustee herein named the income from this trust, when added to all income that my said wife is receiving or is entitled to receive from all other sources, is insufficient for her proper comfort and support, then the Trustees may pay over to her such additional sums out of the corpus of this trust as, in the opinion of said corporate Trustee, may be sufficient for said purposes.

Upon the death of the survivor of my said sisters and wife, this trust shall terminate and the property then remaining in the hands of the surviving Trustee shall be paid over and distributed outright and free from trust to Sally Coffman and Susan Coffman (daughters of Mary Sorrell Dent) in equal shares, share and share alike, provided that they are thirty (30) years of age at that time. If either of the said Sally Coffman or Susan Coffman are less than thirty (30) years of age at the time of the death of the survivor of my said sisters and wife, then this trust shall continue for their use and benefit but shall be divided into two equal shares, being one share for each of them. Each child (Sally and Susan) shall be entitled,

to receive the entire net income from her share of said trust until the date of final distribution to her. At the time when either of them attains the age of twenty-five (25) years of age or at any time thereafter, she may, by written request to the Trustee, withdraw one-half of the corpus of her share outright and free from trust and the remainder shall remain in trust for her benefit until she attains the age of thirty (30) years as aforesaid.

If either the said Sally Coffman or Susan Coffman should die prior to the time of final distribution to her of her share of this trust and leaves no child or children surviving her, then I direct that her said share shall be held in trust for and distributed to the survivor of them under the terms of this paragraph b of this Item Four of this my will. If however, either the said Sally Coffman or Susan Coffman should die prior to the time of final distribution to her of her share of this trust and leaves a child or children surviving her, then such surviving child or children shall take outright and free from trust their deceased parents share per stirpes.

POWERS OF TRUSTEE

(c) The Trustees shall hold and manage said property and such other property as they may subsequently acquire pursuant to the power and authority given to them (all of which for convenience will hereinafter be referred to as "trust estate"), with full power to compromise, adjust and settle in their discretion any claim in favor of or against said trust estate, with full power to collect the income therefrom and from time to time to sell, convey, exchange, lease for a period beyond the possible termination of this trust, or for a less period, improve, encumber, borrow on the security of, or otherwise dispose of, all or any portion of said trust estate, in such manner and upon such terms and conditions as said Trustees may approve, and with full power to invest and reinvest said trust estate and the proceeds of sale or disposal of any portion thereof, in such loans, stocks,



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bonds or other securities, mortgages, common trust funds, or other property, real or personal, as to said Trustees may seem suitable, and to change investments and to make new investments from time to time as to said Trustees may seem necessary or desirable. The Trustees may continue to hold any property or securities originally received by them as a part of said trust estate, particularly including any stock or interest in any family corporation, partnership, or enterprise so long as they shall consider the retention thereof for the best interests of said trust estate, regardless of whether such property or securities are a so-called "legal" investment of trust funds. In the disposition of any property constituting a part of said trust estate the Trustees may acquire other property which is not a so-called "legal" investment of trust funds where such course is in their opinion for the best interests of said trust estate. The Trustees shall have power to determine whether any money or property coming into their hands shall be treated as a part of the principal of said trust estate or a part of the income therefrom, and to apportion between such principal and income any loss or expenditure in connection with said trust estate as to them may seem just and equitable.

(d) I direct that The Exchange-Security Bank of Birmingham shall be entitled to a reasonable fee as compensation for its service as Trustee hereunder.

(e) I hereby expressly provide that my wife, Sally Sparrow Sorrell may at any time terminate the appointment of the corporate trustee hereinabove named by merely giving notice thereof in writing to said trustee sixty days prior to the date of termination. Such notice to be effective, shall contain the name of the successor corporate trustee appointed as hereinafter provided. I further direct that she have the power to appoint and designate a successor corporate trustee, but such successor must be a national banking association whose combined capital stock and surplus must be not less than \$1,000,000.00, and may be located either within or without the State of Alabama.

ITEM FIVE

I hereby nominate and appoint The Exchange-Security Bank of Birmingham, and my wife, Sally Sparrow Sorrell as Executors of this my last will and testament, and I direct that as such, they shall not be required to give bond or file an inventory or appraisement of my estate in any Court. During the administration of my estate I hereby vest in my Executors the same full powers of management, control and disposition of my estate herein given to the Trustees under Item Four hereof, and I direct that in the exercise of said powers it shall be free from the control and supervision of the Probate Court or any other Court. The Exchange-Security Bank as Executor shall be entitled to a reasonable fee for its services as Executor hereof, but I direct that my said wife shall serve as such without compensation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 6th day of August, 1959.

Lewis F. Sorrell (SEAL)

We, the undersigned, hereby certify that the above named testator, subscribed his name to the foregoing instrument in our presence, and published and declared the same to be his last will and testament, and we, at the same time, at his request, in his presence and in the presence of each other, have hereunto signed our names as subscribing witnesses.

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Walter L. Quinn

Frank M. Binkley

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CERTIFICATE TO COPIES

PROBATE-67

THE STATE OF ALABAMA
JEFFERSON COUNTY

PROBATE COURT

I, Louise Arnold, ~~XXXXXXXXXXXX~~ - Deputy Clerk Register of the Court
of Probate, in and for said County in said State hereby certify that the foregoing contains a full, true and correct copy
of the Last Will and Testament and Codicils of Lewis E. Sorrell, deceased,
together with the Certificate to the Probate thereof

in the matter of _____

as the same appears on file and of record, in this office.

Given under my hand and seal of said Court, this

the 12th day of July, 19 71

Louise Arnold
~~XXXXXXXXXXXX~~ - Deputy Clerk Register.

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED
1971 AUG 17 PM 2:24
U.S.C. FILE NUMBER 98
REC. BK. & PAGE AS SHOWN ABOVE
Deputy Clerk Register

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