

Last Will and Testament

of

✓ Roy McDonald Faucett

I, Roy McDonald Faucett, domiciled in Calera, Alabama do hereby declare this to be my last will and testament, hereby revoking all wills and codicils heretofore made by me.

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II. I direct that all of my debts, my funeral expenses, and the costs of administration of my estate be paid as soon as practicable after my death. My Executor may, in its sole discretion, pay from my domiciliary estate all or any portion of the costs of ancillary administration and similar proceedings in other jurisdictions. In the event that any property or interest in property or life insurance passing under this will, by operation of law or otherwise by reason of my death shall be encumbered by mortgage or lien, or shall be pledged to secure any mortgage or lien, or shall be pledged to secure any obligation (whether the property or interest in property so encumbered or pledged shall be owned by me jointly or individually), it is my intention that such indebtedness shall not be charged to or paid from my estate, but that the devisee, legatee, joint owner taking by survivorship, or beneficiary receiving such property shall take it subject to all encumbrances existing at the time of my death.

III. I direct that my Executor pay out of my estate, without apportionment, all estate, inheritance, succession and other taxes in the nature of inheritance taxes (together with any penalty thereon) assessed by reason of my death; imposed by the government of the United States, or any state or territory thereof, or by any foreign government or political subdivision thereof, in respect of all property required to be included in my gross estate for estate or like tax purposes by any of such governments, whether the property passes under this will or otherwise, including property over which I have a taxable power of appointment, without contribution by any recipient of any such property.

IV. I bequeath to my wife, Betty Jane Faucett, all personal property.

V. I devise to my wife, Betty Jane Faucett, all real property. If the named beneficiary in this article shall not survive me, the devise or bequeaths of this will shall lapse and become a part of my residuary estate hereinafter disposed of.

VI. I direct that, after satisfying all the bequests and devised hereinabove made and after the payment of all administration expenses and death taxes as hereinabove provided, my Executor shall deliver and convey my residuary estate wheresoever situated, including all property which I may acquire or become entitled to after the execution of this will, including all lapsed legacies and devised, I bequeath and devise in fee to be sold and divided in equal shares with the following exceptions: all guns to be divided equally between Joseph Keith Faucett and Tony Randall Faucett; and all silver to be divided equally between Julie Ann Faucett, Joseph Keith Faucett, and Tony Randall Faucett, said bequests shall not be deducted from the share that said heirs would otherwise receive. If my said issue shall not survive me, then I bequeath and devise the said property in fee and in equal shares to my grandchildren of the whole blood.

P.O. Box 371
Calera, Ala.

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VII. I hereby grant to my Executor and also to the Trustee of each trust established hereunder (including any substitute or successor personal representative or trustee) the continuing, absolute, discretionary power to deal with any property, real or personal, held in my estate or in any trust, as freely as I might in the handling of my own affairs. Such power may be exercised independently and without the prior or subsequent approval of any court or judicial authority, and no person dealing with the Executor or Trustee shall be required to inquire into the propriety or any of their actions. Without in any way limiting the generality of the foregoing, I hereby grant to my Executor and also to any trustee hereunder, the following specific powers and authority in addition to and not in substitution of powers conferred by law:

- A. To compromise, settle, or adjust any claim or demand by or against my estate or any trust and to agree to any rescission or modification of any contract or agreement.
- B. To retain any security or other property owned by me at the time of my death, so long as such retention appears advisable, to exchange any such security or property for other securities or properties and to retain such items received in exchange. My Executor or trustee may presume that I have confidence in the securities owned by me at the time of my death, and therefore, no sale thereof shall be made solely in order to diversify investments.
- C. To sell, exchange, assign, transfer, and convey any security or property, real or personal, held in my estate or in any trust fund, at public or private sale, at such time and price and upon such terms and conditions (including credit) as it may determine.
- D. To invest and reinvest in such stocks, bonds, and other securities and properties as it may deem advisable including stocks and unsecured obligations, warrants, commercial paper, variable interest notes, options, undivided interests, interests in investment trusts, mutual funds, legal and discretionary common trust funds, leases and property which is outside of my domicile, all without diversification as to kind or amount without being restricted in any way by the Constitution of Alabama, any statute or court decision (now or hereafter existing) regulating or limiting investments by fiduciaries.
- E. To register and carry any property in its own name or in the name of its nominee or to hold it unregistered, but without thereby increasing or decreasing its liability as fiduciary.
- F. To sell or exercise any "rights" issued on any securities held in my estate or in any trust fund hereunder.
- G. Unless inconsistent with other provisions of this instrument, to consider and treat as principal all dividends, payable in stock, all dividends in liquidation and all "rights" issued on securities, and to consider and treat as income all other dividends received (except those declared and payable as of a "record date" preceding my death, which shall be considered and treated as principal).
- H. To charge or credit to principal any premiums and discounts on securities purchased at more or less than par.

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- I. To vote in person or by proxy any stocks or securities held, and to grant such proxies and powers of attorney to such person or persons as it may deem proper.
- J. To consent to and participate in any plan for the liquidation, merger, consolidation, combination, reorganization or change of charter or name of any corporation, any security of which is held.
- K. To borrow money (from itself individually or from others) upon such terms and conditions as it may determine and to mortgage and pledge estate and trust assets as security for the repayment thereof.
- L. To lease any real estate for such term or terms and upon such conditions and rentals and in such manner as it may deem advisable (with or without privilege of purchase), and any lease so made shall be valid and binding for the full term thereof even though same shall extend beyond the duration of the trust. To insure against fire or other risk. To make repairs, replacements and improvements, structural or otherwise, to any such real estate and to charge the expense thereof to principal or income (or apportion same between principal and income) as it may deem proper. To subdivide real estate, to dedicate same to public use and to grant easements as it may deem proper.
- M. Whenever required or permitted to divide and distribute my estate or any trust created hereunder, to make such division or distribution in money or in kind or partly in money and partly in kind; and to exercise all powers herein conferred, after the termination of any trust until the same is fully distributed.
- N. To employ accountants, attorneys and such agents as it may deem advisable; to pay reasonable compensation for their services and to charge same to (or apportion same between) income and principal as it may deem proper.
- O. Unless inconsistent with other provisions of this instrument, to hold two or more trusts or other funds in one or more consolidated funds, in which the separate trusts or funds shall have undivided interests.

I appoint Julie Ann Faucett to be Executor of this my last will and testament and I direct that neither she nor any successor Executor shall be required to furnish any bond, file any inventory of the property coming into their hands, or make any report or final settlement to any court of their proceedings hereunder. If she, Julie Ann Faucett, shall predecease me or for any reason shall fail to qualify as Executor hereunder (or having qualified, shall die or resign), then in such event, Joseph Keith Faucett shall act as sole Executor of my estate, and in such capacity shall possess and exercise all powers and authority herein conferred on the Executor. I vest my Executor with full power and authority to sell, transfer, and convey any property, real or personal, which I may own at the time of my death, at such time and price and upon such terms and conditions (including credit) as he may determine, and to do every other act and thing necessary or appropriate for the complete administration of my estate.

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In Witness Whereof, I have hereunto signed my name to this my last will and testament, consisting of this and three (3) preceding typewritten pages, and for the purpose of identification I have initialed each such page, in the presence of the persons witnessing it at my request on this the 25 day of May, 1984, at Calera, Alabama.

Roy McDonald Faucett
Roy McDonald Faucett

The foregoing instrument, consisting of this and three (3) preceding typewritten pages, was signed, and declared by Roy McDonald Faucett, the testator, to be 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 subscribed our names as witnesses, this the 25 day of May, 1984, at Calera, Alabama.

Dary D. Fant residing at: 14 Cedar Grove
Park Maylene, Ala.
residing at: _____

Before me, Deborah O. Fant, a notary public in and for said county and said state, personally appeared Roy McDonald Faucett, whom, being first duly sworn, makes oath that he read the foregoing instrument and knows the contents thereof, and that he is informed and believes, and upon such information and belief, avers that the facts alleged therein are true and correct.

SUBSCRIBED and SWORN to before me this the 25 day of May, 1984.

Deborah O. Fant
NOTARY PUBLIC

2/6/88
COMMISSION EXPIRATION

STATE OF ALABAMA)
SHELBY COUNTY)

1. Deed Tax	\$	_____
2. Mtg. Tax	\$	_____
3. Recording Fee	\$	<u>10.00</u>
4. Indexing Fee	\$	<u>3.00</u>
5. No Tax Fee	\$	_____
6. Certified Fee	\$	<u>1.00</u>
Total	\$	<u>14.00</u>

STATE OF ALABAMA
I CERTIFY THIS
INSTRUMENT WAS FILED

92 FEB -4 AM 9:26

JUDGE OF PROBATE

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