

Last Will and Testament

OF

GORDON F. FAULKNER, SR.

131706

Inst # 1993-28923

09/28/92
JUDGE OF PROBATE
JEFFERSON COUNTY
SHELBY CO. CLERKS
18.50

STATE OF ALABAMA :

COUNTY OF JEFFERSON:

I, the undersigned, GORDON F. FAULKNER, SR., over the age of nineteen (19) years, of sound mind and disposing memory, do hereby make, publish and declare this my Last Will and Testament, hereby revoking any and all wills and codicils heretofore made by me.

ARTICLE ONE

I direct that the costs of administration of this Will, all expenses of and in connection with my last illness and funeral, and all of my just debts shall be paid out of my estate as soon after my death as may be convenient by my Executrix, hereinafter named.

ARTICLE TWO

I nominate and appoint my beloved wife, MARY WALKER FAULKNER, to be the Executrix of this my Last Will and Testament, and she shall be exempt from giving any bond and making inventory or reporting to or making settlement of any kind to or with any Court as such Executrix. In the event my beloved wife should predecease me or is unable to serve as Executrix, I nominate and appoint SOUTH-TRUST BANK OF ALABAMA, as Executor and it likewise shall be exempt from giving any bond and making inventory or reporting to or making settlement of any kind to or with any Court as such Executor.

ARTICLE THREE

I give, devise and bequeath all of my property, real, personal or mixed, wheresoever located, to which I may be legally or equitably entitled or over which I may have any power of appointment, to my beloved wife, MARY WALKER FAULKNER. If she should die prior to or at the time of my death, I give, devise and bequeath all of my said

Filed in office this the
day of
For Probate and Record.

George R. Reynolds
Judge of Probate

JR 1180 PG 718

property to my children, GORDON F. FAULKNER, JR., ROBERT GLENN FAULKNER, MARILYN FAULKNER CLARK, and SHARON FAULKNER VINSON, share and share alike, per stirpes.

ARTICLE FOUR

In the event my wife and I shall die in a common accident or as a result of a common disaster, or under such circumstances so that there is no sufficient evidence that we died other than simultaneously, it shall be presumed that I predeceased her, and this presumption shall apply throughout this Will.

ARTICLE FIVE

I hereby grant to my Executrix and Alternate Executor the continuing, absolute and discretionary power to deal with any property, real or personal, held in my estate, as freely as I might in the handling of my own affairs. Such power may be exercised independently and without the prior subsequent approval of any Court or judicial authority.

Without in any way limiting the generality of the foregoing, I hereby grant to my Executrix and Alternate Executor the following specific powers conferred by law:

A. To compromise, settle or adjust any claim or demand by or against my estate or agree to any rescission or modification of any contract or agreement.

B. To sell, exchange, assign, transfer and convey any security or property, real or personal, held in my estate at public or private sale, at such time and place and upon such terms and conditions as she or it may determine.

C. Whenever required or permitted to divide or distribute my estate, to make such division or distribution in money or in kind or partly in money and partly in kind in conjunction with all other powers herein conferred.

D. Said Executrix and Alternate Executor shall not be individually liable on any contract entered in her or its fiduciary capacity in the course of the administration of my estate unless she or it expressly agrees to be individually liable. For loss or

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G. F. F. A.

damage occasioned to my estate by said Executrix or Alternate Executor conduct as fiduciary, she or it shall not be liable individually unless her or its conduct constitutes gross negligence or willful wrong doing. My Alternate Executor shall be entitled to reasonable compensation for its services in executing the terms of this Last Will and Testament.

ARTICLE SIX

My Executrix or Alternate Executor shall be authorized to employ and rely upon the advice of counsel from time to time in any legal matter arising in connection with the administration of my estate and pay such counsel reasonable compensation for such services out of income or principal of my estate as she or it deems proper. I suggest and recommend my attorney, James S. Lloyd, a practicing attorney in the City of Birmingham, for such services.

I, GORDON F. FAULKNER, SR., the Testator, sign my name to this instrument this 1 day of May, 1984, and being first duly sworn, do hereby declare to the undersigned authority that I sign and execute this instrument as my Last Will and Testament and that I sign it willingly (or willingly direct another to sign for me), that I execute it as my free and voluntary act for the purposes therein expressed, that I am nineteen years of age or older, of sound mind, and under no constraint or undue influence.

Gordon F. Faulkner Sr.
GORDON F. FAULKNER, SR., Testator

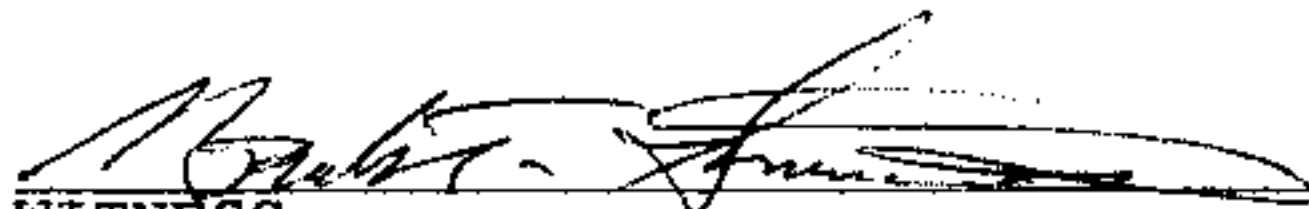
We, Banks T. Smith and Edward G. Bowron,


the witnesses, sign our names to this instrument, being first duly sworn, and do hereby declare to the undersigned authority that the Testator signs and executes this instrument as his Last Will and that he signs it willingly (or willingly directs another to sign for him), and that each of us, in the presence and hearing of the Testator, hereby signs this will as witnesses to the Testator signing,

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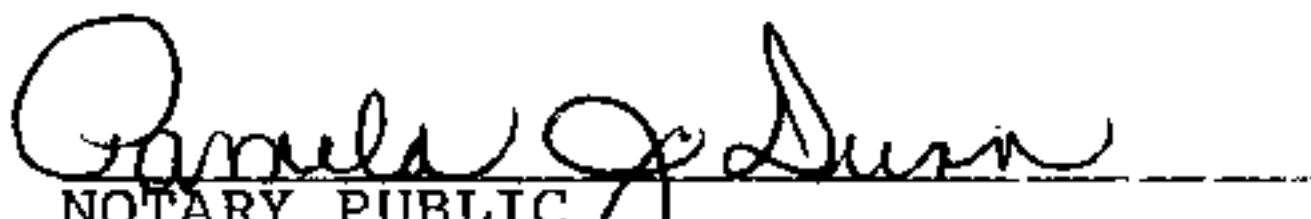
and that to the best of our knowledge the Testator is nineteen (19) years of age or older, of sound mind, and under no constraint or undue influence.


WITNESS


WITNESS

STATE OF ALABAMA :
COUNTY OF JEFFERSON:

Subscribed, sworn to and acknowledged before me by GORDON F. FAULKNER, SR., the Testator, and subscribed and sworn to before me by Banks T. Smith and Edward G. Bowron, the WITNESSES, this 1st day of MAY, 1984.


NOTARY PUBLIC

MY COMMISSION EXPIRES JULY 31, 1984

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G. F. F. A.

CERTIFICATE TO THE PROBATE OF WILL

The State of Alabama

JEFFERSON COUNTY

I, George R. Reynolds, Judge of the Court of Probate, in and for said State and County, do hereby certify that the foregoing instrument _____ of writing has _____ 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 _____ of Gordon F. Faulkner, Sr. Deceased and that said Will _____ together with the proof thereof have been recorded in my office in Judicial Record, Volume 1180, Page 718-722.

In witness of all which I have hereto set my hand, and the seal of the said Court, this date Sept. 9, 1992.

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09/20/1993-28923
02:50 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
DOS MCD 10:50