

STATE OF GEORGIA, FORSYTH COUNTY
PROBATE COURT'S OFFICE

I, Patsy McGhee, ~~Judge~~/Clerk of the Probate
Court of said County, same being a court of record and being the
court formerly designated the Court of Ordinary, do hereby certify
that I have compared the foregoing copy of _____

Letters Testamentary, Wyatt Benson Estate

Dianne B. Lyon, Executrix

with the original record thereof, now remaining in this office, and
the same is a correct transcript therefrom, and of the whole of such
original record.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the
seal of the Probate Court this the 8th day of February
19 99.

Patsy McGhee
~~Judge~~/Clerk, Probate Court

Inst # 1999-26226

06/24/1999-26226
08:18 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
013 CRH 38.50

FORSYTH

LETTERS TESTAMENTARY (Relieved of Filing Returns)

By Joyce W. Hawkins, Judge of the Probate Court of said County.

KNOW ALL WHOM IT MAY CONCERN:

That on the 8th day of February, 19 99, at a regular term of the Probate Court, the last Will and Testament dated June 17, 19 91, of Wyatt Benson Codicil Aug. 11, 1994 deceased, at the time of his death a resi-

dent of said County, was legally proven in Solemn form and was admitted to record by order, and it was further ordered that Dianne B. Lyon named as Executor(s) in said Will, be allowed to qualify, and that upon so doing, Letters Testamentary be issued to such Executor(s).

NOW, THEREFORE, the said Dianne B. Lyon
_____, having taken the oath of office and complied with all the necessary
prerequisites of the law, is/are legally authorized to discharge all the duties and exercise all the powers of
Executor(s) under the Will of said deceased, according to the Will and the law.

Given under my hand and official seal, the 8th day of February, 19 99.

Jayce W. Hawkins
Judge of the Probate Court

NOTE: The following must be signed if the judge does not sign the original of this document:

Issued by:

(Seal)

Clerk, Probate Court:

FIRST CODICIL
TO
LAST WILL AND TESTAMENT
OF
WYATT BENSON

STATE OF GEORGIA
COUNTY OF FULTON

I, WYATT BENSON, of Fulton County, Georgia, do hereby make, publish, and declare this to be a First Codicil to my Last Will and Testament bearing date of June 17, 1991, that is to say:

FIRST

By adding a subparagraph (e) to Item IV thereof to read as follows:

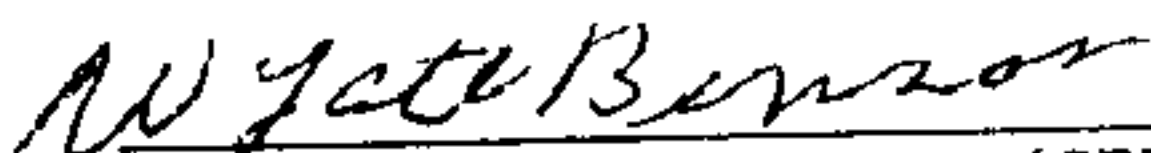
"(e) I presently own a one-half undivided interest in property on Mayfield Road in Fulton County, Georgia, which is under an option contract and/or sales contract to Bachman Properties, Inc. I direct my Executor hereinafter named to honor the terms of said contracts, and upon closing, to distribute the proceeds of said sale or sales according to the terms of the this Item IV of my Last Will and Testament. Said contracts are, by their express terms, binding upon my heirs and my estate."

SECOND

I hereby modify and amend my Last Will and Testament as hereby and herein modified and amended and I hereby confirm, ratify, redeclare and republish my Last Will and Testament as amended in this First Codicil.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, published and declared the foregoing instrument as and for the First Codicil to my Last Will and Testament bearing date of June 17, 1991.

This 11 day of August, 1994.


WYATT BENSON (SEAL)

Signed, sealed, published and declared by WYATT BENSON, as and for a FIRST CODICIL to his LAST WILL AND TESTAMENT, in the presence of the undersigned, who subscribe our names hereto as witnesses at the instance and request of the said Testator and in his presence and in the presence of each other.

Lisa G. Shippel
Witness

1085 Taylor Oaks Drive

ROSWELL, GA 30076

Donald A. Rolander
Witness

740 Coun Road

Roswell, Ga 30075

Wyatt Benson
WYATT BENSON (SEAL)

STATE OF GEORGIA

S.S.

COUNTY OF FULTON

Before me, the undersigned authority, on this day personally appeared WYATT BENSON, known to me to be the Testator and the witnesses, respectively, whose names are subscribed to the foregoing instrument in their respective capacities, and, all of said persons being by me duly sworn, said WYATT BENSON, Testator, declared to me and to the said witnesses in my presence that said instrument is his First Codicil to his Last Will and Testament and that he had willingly made and executed it as his free act and deed for the purposes therein expressed. The witnesses, each on oath, stated to me, in the presence and hearing of the Testator, that the Testator had declared to them that the instrument is his First Codicil to his Last Will and Testament and that they executed the same as witnesses in the presence of the Testator and at his request, that he was at that time eighteen (18) years of age or over and was of sound mind, and that each of said witnesses was then at least eighteen (18) years of age.

Wyatt Benson
WYATT BENSON (SEAL)

Lisa M. Shippel
Witness

Donald A. Rolader
Witness

Sworn to and subscribed before me WYATT BENSON, Testator, and
sworn to and subscribed before me by Donald A. Rolader and
Lisa M. Shippel, witnesses, this 11 day of
August, 1994.



Deborah D. Foltz
Notary Public

Inst. # 1999-26226

306/24/1999-26226
08:18 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE

013 CRH 38.50

LAST WILL AND TESTAMENT

OF

WYATT BENSON

STATE OF GEORGIA

COUNTY OF FULTON

I, Wyatt Benson, of said state and county, hereby make, publish and declare this my Last Will and Testament, revoking all Wills and Codicils heretofore made by me.

ITEM I

I am married and have two children. My wife's name is Ruby Wilson Benson and my children's names are Dianne B. Lyon and Robert E. Benson. This will is made in contemplation of the future birth of children to me or the adoption of children by me and shall not be revoked by such event, such future children being treated for purposes hereunder as children of mine.

ITEM II

I direct my Executor to pay out of the residue of my estate otherwise bequeathed under Item IV of this Will as soon after my death as my Executor deems consistent with good management, the expenses of my last illness, funeral and burial, debts and claims duly allowed against my estate, expenses of administration of my estate and all estate, inheritance, succession, transfer, legacy and death taxes assessed or imposed with respect to my estate, or any part thereof, whether or not passing under this Will.

ITEM III

I hereby give, devise and bequeath all of my jewelry and clothing, all furniture and furnishings, including appliances, rugs, pictures, objects of art, silverware, chinaware and linens, books, automobiles, and boats owned by me at the time of my death, and all insurance thereon, to my wife if she survives me, and if she predeceases me, then equally to those of my children who survive me. I hereby give, devise and bequeath to my son, Robert E. Benson, the sum of One Thousand (\$1,000.00) Dollars should he survive me. I have otherwise provided for my son, Robert E. Benson, during my lifetime.

W B

ITEM IV

After reduction for all expenses, debts, claims and estate taxes and for all other bequests and devises created in this Will, I give, devise and bequeath all of the rest, residue and remainder of my property, real, personal and mixed, of every kind and description, and wherever located, including all benefits payable to my estate as a result of my employment and all lapsed or void legacies or devises, but excluding any property over which I shall have any power of appointment as follows:

(a) If my wife predeceases me, I bequeath all the property passing under this Item outright to my daughter, Dianne B. Lyon, per stirpes.

(b) If my wife does not predecease me, the such property shall be distributed, subject to the provision of Item V of this will.

(c) If neither my wife, my daughter, or any of her issue survive me, then I give, devise and bequeath all property passing under this Item to my son, Robert E. Benson, per stirpes.

(d) If my wife and I die as a result of a common disaster or in such a manner that the order of our deaths cannot be determined, it shall be presumed that I survived my wife and this Will shall be probated upon that presumption.

ITEM V

If my wife survives me, then I give, devise and bequeath all of the rest, residue and remainder of my estate to my Trustee hereinafter designated upon the following terms and conditions:

1. My Trustee shall hold and administer the Trust property, collect the income therefrom and pay to or for the use of my wife so much of the next income or corpus of this trust as my Trustee deems necessary for her support, maintenance, care and education, taking into consideration her needs and any other known means of support that she may have available to her.

W B

Any income which is accumulated and not used shall be added to the corpus of this trust. During the administration of my estate, the income earned by the property included in this Trust shall be considered income of this Trust and subject to distribution as hereinafter provided.

2. My Trustee shall have the power in her discretion, to encroach upon the corpus of this Trust Estate in such amounts and in such terms as she may deem necessary to provide for the support, maintenance and care of my wife.
3. Upon the death of my wife, this Trust shall terminate and the remaining corpus and any accured income or interest thereon, I give, devise and bequeath to my daughter Dianne B. Lyon, per stirpes.
4. Should neither my daughter, Dianne B. Lyon nor any of her issue survive me, then, upon termination of this Trust, I hereby give, devise and bequeath the corpus and any income or interest earned thereon to my son Robert E. Benson, per stirpes.
5. If at the time of termination of this Trust, I have no lineal descendants in life, the Trust corpus shall be distributed to those persons who would have been entitled to inherit from me under the laws of the State of Georgia then in effect if I had died intestate, unmarried and without issue.

ITEM VI

Neither the principal or the income of the Trust created herein, nor the interest of any beneficiary therein, shall be liable for the debts of any beneficiary, nor shall the same be subject to anticipation or alienation or to seizure by any creditor of any beneficiary under writ or proceeding law or in equity. My Trustee shall continue to pay such income or principal directly to or for the support of such beneficiary notwithstanding any action by creditors. If, however, my Trustee is prevented by any proceeding brought by any creditor or any bankruptcy, receivership,

or any other proceeding, from paying such income or principal directly to for the support of any such beneficiary, then and thereafter, my Trustee shall hold and accumulate the income or principal of such beneficiary until my Trustee is able to pay the same directly to or for the support of such beneficiary, until the death of such beneficiary or until the final payment of principal would otherwise become due, which ever first occurs; and on the death of such beneficiary, all income and/or principal so accumulated shall be considered part of the principal of such Trust and shall be disposed of as provided for the principal thereof.

ITEM VII

All securities, bank accounts, savings and loan accounts, certificates of deposit, and other similar property I may own at the time of my death, in the name of myself and/or another person which are in terms payable on or after my death to such other persons shall be that person's sole property and my Executrix shall make no claim against any such person on account thereof.

ITEM VIII

I appoint my daughter, Dianne B. Lyon, as Executrix of this Will.

I name my daughter, Dianne B. Lyon, as Trustee of each and every trust created hereunder.

As used in this Will, the terms "Executor" and "Trustee" and all pronouns in reference thereto shall be deemed to refer to any Executor or Trustee, respectively, acting at any time hereunder.

All successor Executors and Trustees shall have all the powers, authorities and duties granted herein as if originally named Executor or Trustee, and no successor Executor or Trustee shall be required to inquire into or audit the acts or actions of the predecessor Executor or Trustee or to make any claim against such predecessor Executor or Trustee.

Each fiduciary herein named and each successor fiduciary may

resign without the order of any officer or court and without the consent of any beneficiary or any provision of this Will or of any trust created herein upon giving fiduciary's successor and all persons then entitled to receive income from my estate or the Trust in question, or the guardian of such persons, thirty days advance written notice of such fiduciary's intention to resign from Executorship and/or Trusteeship.

ITEM IX

The provisions made in this Will for my spouse and my children are in lieu of year's support.

ITEM X

In extension and not in limitation of the powers given by law or other provisions of this Will, my Executor and Trustee of each trust created herein and each successor Executor Trustee in the management, care and disposition of my estate and all trusts created herein shall have the power to do all things and execute such instruments as they deem necessary or proper including the following powers, all of which may be exercised without order of or report to any officer, or Court or tribunal:

(a) All fiduciary powers which are enumerated, and as they exist as of the date of this Will, under Section ^{WB 15} 53-13-3 O.C.G.A. which provides for the incorporation by reference of various fiduciary powers into wills, trusts, or other instruments, which powers are incorporated in and made a part of this Will by reference excluded.

(b) If the administration of my estate or any trust created herein is required in any jurisdiction in which my Executor or Trustee, for any reason, cannot serve, my Executor and/or Trustee shall be authorized to appoint Executor or Trustee or other fiduciary to serve in such jurisdiction.

(c) If Trustee of any trust created in this Will would be authorized or directed to make a distribution to or for the benefit of a beneficiary, my Executor may, during the period of

administration and prior to distribution to the trust for such beneficiary, make such distribution directly to or for the benefit of the beneficiary in same manner as authorized or directed for my Trustee, and any such payment shall be charged against the property.

(d) To serve without being required to make or to file any inventory or appraisal except as hereinafter provided, or to file any annual or other return or report to any officer or court, or give any bond, whether or not my Executor or Trustee is a resident of the State of Georgia or, if a bond is required by law, but a surety is not mandatory, no surety on such bond shall be required. My Executor and Trustee shall keep full accounts and shall at any time, upon reasonable request of such person, provide full information to such person as to the condition of my estate or any trust, including amounts received and disbursements made.

(e) In the evaluation and distribution of my estate and/or in the division of my estate into separate shares and/or trusts, my Executor and Trustee shall be authorized to make such distributions and divisions in money or in kind or in both, regardless of the basis for income tax purposes of any property so distributed or divided, any distributions and divisions so made and the values established by my Executor or Trustee shall be binding and conclusive on all persons taking hereunder if such evaluations, distributions and/or divisions are made in good faith. In making such distributions or divisions, my Executor or Trustee may allot undivided interests in the same property to several trusts or shares.

(f) To file such returns as may be required under the tax laws of the United States, any State, any political subdivision of any state or any foreign country; to make any election (including specifically the filing of joint income tax returns) permitted by

any tax law, if, in my Executor's or Trustee's opinion, such election is in the best interest of my estate or of any trust created herein; to agree to such apportionment of taxes and application of estimated tax payments, refund and credits as my Executor or Trustee deems equitable under all of the circumstances; and to consent for federal and state gift tax purposes to gifts made by my spouse as having been made one-half by me and one-half by my spouse.

(g) To continue to hold, as Trustee, any property distributable to a beneficiary who is a minor until he or she attains majority and in the meantime to expend or apply so much of the income and corpus as they may deem necessary for the beneficiary's maintenance, support and education.

(h) For any purpose to sell, exchange or otherwise dispose of any property at any time held or acquired at public or private sale for cash or on terms, with or without advertisement.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal to this Last Will and Testament, initialled each page thereof and published this my Will all in the presence of the undersigned witnesses, this 17 day of June, 1991.

Wyatt Benson
Wyatt Benson (SEAL)

The foregoing was signed, sealed, published and declared by the Testator, Wyatt Benson, as and for his Last Will and Testament in our presence, and we, at his request and in his presence, and in the presence of each other, believing him to be of sound and disposing mind and memory, hereunto subscribe our names as witnesses the day and year above set out, all of us, including the Testator, being present throughout the execution of this Will.

D. W. Rolander
Witness

D. A. Rolander
Witness

432 Lakeside Drive
Berkeley, Ca. 94704

12445 Charlotte Dr.
Alpharetta, Ga. 30201

COUNTY OF FULTON

S.S.

Before me, the undersigned authority, on this day personally appeared WYATT BENSON, known to me to be the Testator and the witnesses, respectively, whose names are subscribed to the foregoing instrument in their respective capacities, and, all of said persons being by me duly sworn, said WYATT BENSON, Testator, declared to me and to the said witnesses in my presence that said instrument is his Last Will and Testament and that he had willingly made and executed it as his free act and deed for the purposes therein expressed. The witnesses, each on oath, stated to me, in the presence and hearing of the Testator, that the Testator had declared to them that the instrument is his Last Will and Testament and that he executed the same as witnesses in the presence of the Testator and at his request, that he was at that time eighteen (18) years of age or over and was of sound mind, and that each of said witnesses was then at least eighteen (18) years of age.

Wyatt Benson
WYATT BENSON

D. W. Rolader
Witness

Donald A. Rolader
Witness

Sworn to and subscribed before me by WYATT BENSON, Testator and sworn to and subscribed before me by D. W. Rolader and Donald A. Rolader, witnesses, this 17th day of June, 1991.

Brenda L. Cobb
Notary Public

My commission expires:

