

This Instrument Prepared By:
James F. Burford, III
Attorney at Law
1318 Alford Avenue Suite 101
Birmingham, Alabama 35226

STATE OF ALABAMA)
SHELBY COUNTY)

AFFIDAVIT

Inst # 2000-31393

09/12/2000-31393
19:03 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
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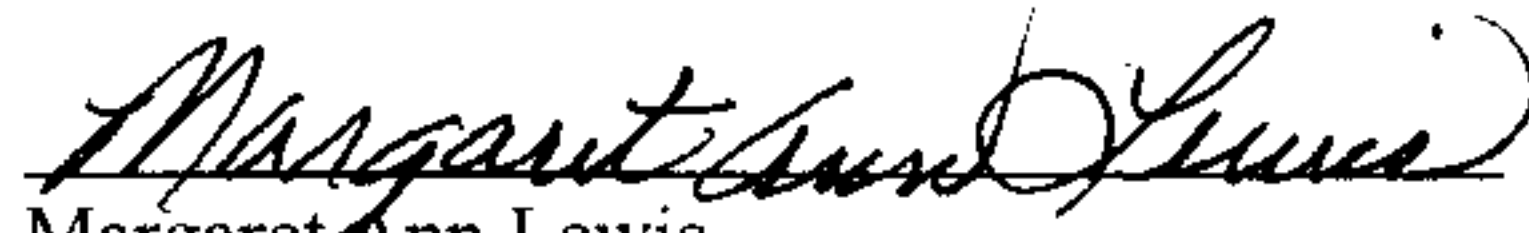
Margaret Ann Lewis after being first duly sworn deposes and states as follows:

My name is Margaret Ann Lewis and I over the age of 21 years, of sound mind and have personal knowledge of the facts stated herein.

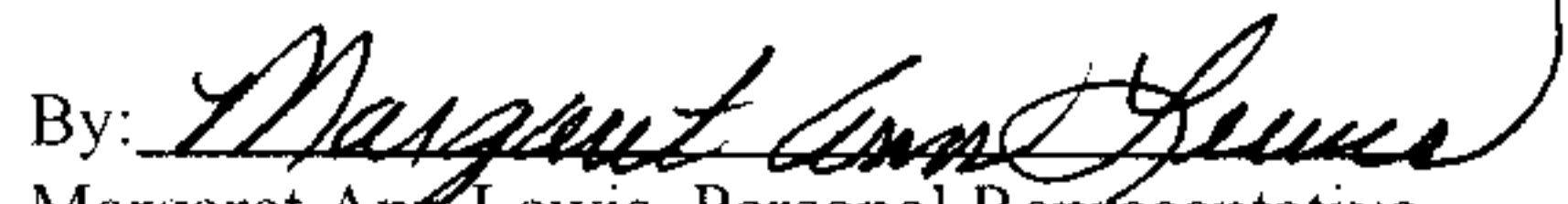
I am the Personal Representative of the Estate of William B. Lewis, deceased, my deceased husband, whose will is recorded in Book 031, Page 689 Probate Office of Butler County Alabama. A true copy of such will is attached hereto as Exhibit A and a true copy of the letters testamentary issued to me as Personal Representative of such estate are attached hereto as Exhibit B.

By signature, I represent and warrant that both individually and as the Personal Representative of the Estate of William B. Lewis that there are no claims against the said estate.

Done this 8 day of Sept, 2000.


Margaret Ann Lewis

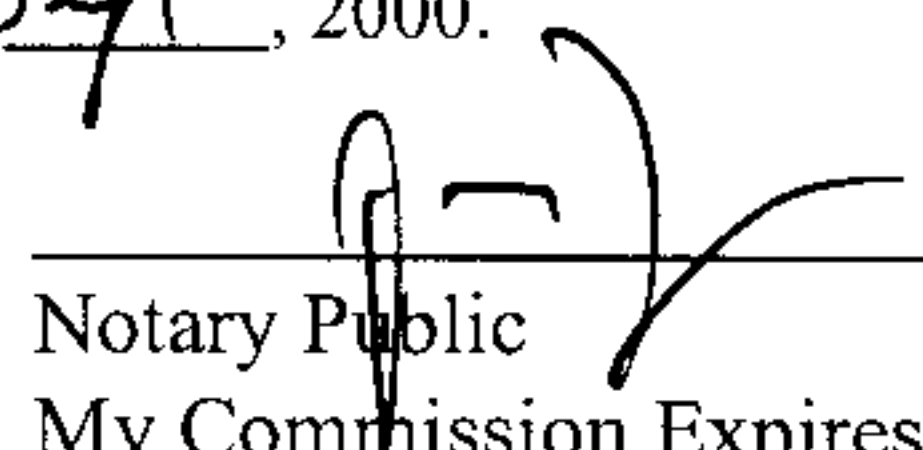
The Estate of William B. Lewis, Deceased

By: 
Margaret Ann Lewis, Personal Representative

STATE OF ALABAMA)
JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Margaret Ann Lewis, 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 foregoing instrument she executed the same voluntarily on the day the same bears date.

Given under my hand and seal this 8 day of Sept, 2000.

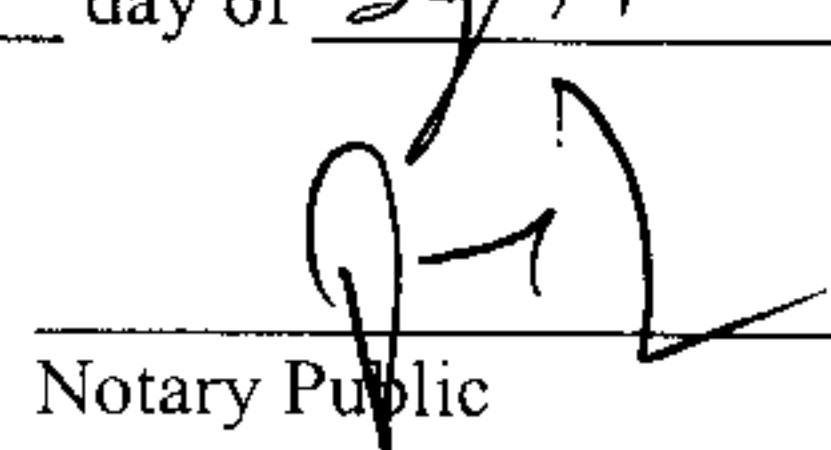

Notary Public

My Commission Expires: 3-1-02

STATE OF ALABAMA)
JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said State of Alabama at Large, hereby certify that Margaret Ann Lewis, whose name as Personal Representative of the Estate of William B. Lewis, deceased, is signed to the foregoing conveyance and who is known to me, acknowledged before me this date that, being informed of the conveyance, she in her capacity as Personal Representative of the Estate of William B. Lewis, deceased, and with full authority, executed the same voluntarily on the date the same bears date.

Given under my hand and seal on this 8 day of Sept, 2000.


Notary Public

My Commission Expires: 3-1-02

LETTERS TESTAMENTARY

THE STATE OF ALABAMA

BUTLER COUNTY

The will of William B. Lewis, deceased, having been duly admitted to record in said County, letters testamentary are hereby granted to Margaret Ann Lewis, the Personal Representative named in said will, who has complied with the requisitions of the law, and she is authorized to take upon herself the execution of said will.

Witness my hand, and dated this 21st day of July 1998.

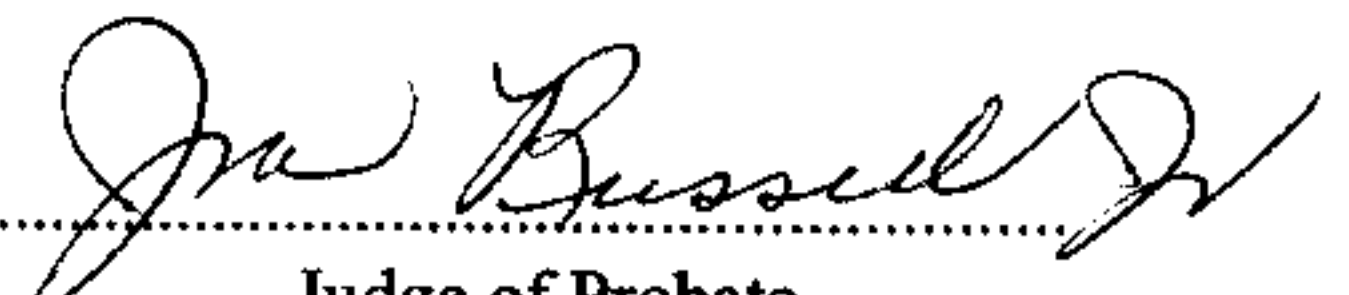
/s/ J. MacDonald Russell, Jr.
Judge of Probate

THE STATE OF ALABAMA

BUTLER COUNTY

I, J. MacDonald Russell, Jr., Judge of Probate in and for said County and State, hereby certify that the within and foregoing is a true, correct, and complete copy of the Letters Testamentary issued to Margaret Ann Lewis, the Personal Representative of the will of William B. Lewis, deceased, as the same appears of record in my office, and are still in full force and effect.

Given under my hand and seal of office, this the 21st day of June 1999.


Judge of Probate

The State of Alabama, Butler County

I, **J. MacDonald Russell, Jr.**, Judge of the Probate Court of said County of Butler, do hereby certify that the
will book 031
foregoing six pages, numbered from 689 to 694, both inclusive, constitute and are an examined,
true, accurate and complete copy of the Last Will and Testament of William B. Lewis
as filed in this office july 21, 1998 as the same are and remain
of record in my office.

I further certify that I am the Judge of the Probate Court of said County and am duly commissioned and qualified
as such Judge; and that said Court has no Judge other than myself, that said Court is a Court of Record and has a seal, and that
being such Judge, I am the keeper of the Records and of the Seals of said Court.

And in attestation and authentication of this certificate, I do hereunto set my hand officially, and affix the seal of said
court, and certify that this attestation is in due form and by the proper officer.

Done at office, this the 5 day of September, 2000.

J. MacDonald Russell, Jr.
J. MacDonald Russell, Jr.
Judge of the Probate Court
Butler County, Alabama

Last Will and Testament

BOOK 031 PAGE 689

O f

WILLIAM B. LEWIS

I, **William B. Lewis**, a resident of Butler County, Alabama, do hereby make, publish and declare this my Last Will and Testament, hereby revoking all Wills and Codicils heretofore made by me.

ITEM ONE

I direct that all my just and lawful debts shall be paid by the Personal Representative of my estate as soon after my death as may appear to my Personal Representative to be in the best interest of my estate.

ITEM TWO

All of the real and personal property of my estate, and all the rest, residue, and remainder of my estate (except as otherwise provided by ITEM THREE herein), I give, devise and bequeath to my wife, Margaret Ann Lewis, or if she fails to survive me, then to my son, William Vines Lewis, and my daughter, Lori Lewis Brown, to share and share alike, or to the descendants of any of my said children, per stirpes.

ITEM THREE

Any specific items of personal property which I shall designate on a list signed by me and attach to this Will, shall go to the person named on the list. This list may be updated from time to time, and only the most current list shall be used.

William B. Lewis

FILED 7-21-98
J. MACDONALD RUSSELL, JR.
Judge of Probate

ITEM FOUR

I nominate and appoint my wife, Margaret Ann Lewis, to serve as my Personal Representative; or in the event that she fails to survive me or is unable to serve, then I nominate and appoint my son, William Vines Lewis of Greenville, Alabama, and my daughter, Lori Lewis Brown of Atlanta, Georgia, to serve as joint Personal Representatives of my estate. If either of my said children elect not to serve or is unable to serve, then the other shall serve as sole Personal Representative of my estate. I direct that my Personal Representative shall serve without bond and without being required to file any inventory, accounting or settlement of my estate in court. My Personal Representative shall have all the powers and authority by law (both by Alabama Code §43-2-843 and otherwise).

ITEM FIVE

Whenever my Personal Representative herein named is directed to distribute any property in fee simple to a person who has not attained the age of twenty-one (21) years at the date of distribution, my Personal Representative shall transfer, convey, and assign such property to herself or himself as Trustee without bond and shall hold the property of such beneficiary in trust for such beneficiary using so much of the net income and principal of the property as my Trustee shall deem necessary to provide for the proper support, medical care and education of such beneficiary, taking into consideration to the extent my Trustee deems advisable any other income or resources of such beneficiary or of his or her parents known to my Trustee. In holding any property for a beneficiary under the provisions of this ITEM, my Trustee shall have all the powers and authority authorized by law (both by Alabama Code §19-3-322 and otherwise).

William B. Lewis

I, **William B. Lewis**, the testator, sign my name to this instrument consisting of this and the two (2) preceding typewritten pages, each of which I have also signed this ~~24th~~ day of November 1997, and being first duly sworn, do hereby
BOOK 031 PAGE 691
declare to the undersigned authority that I sign and execute this instrument as my Last Will and that I sign it willingly, that I execute it as my free and voluntary act for the purposes therein expressed, and that I am eighteen (18) years of age or older, of sound mind, and under no constraint or undue influence.

William B. Lewis
Testator

We, Calvin Poole III and Wanda J. Johnson, 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 and that each of us, in the presence and hearing of the testator, hereby signs this Will as witness to the testator's signing, and that to the best of our knowledge the testator is eighteen (18) years of age or older, of sound mind, and under no constraint or undue influence.

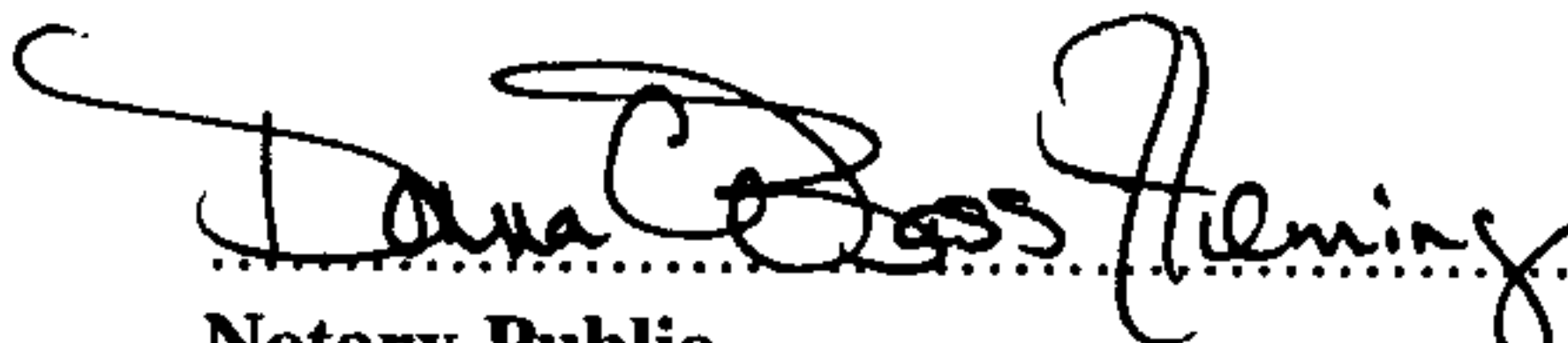
Calvin Poole III
Witness

Wanda J. Johnson
Witness

STATE OF ALABAMA

COUNTY OF BUTLER

Subscribed, sworn to and acknowledged before me by **William B. Lewis**, the
testator, and subscribed and sworn to before me by Calvin Poole III and
Wanda J. Johnson, witnesses, this 24th day of November
1997.


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Notary Public

(Notarial Seal)

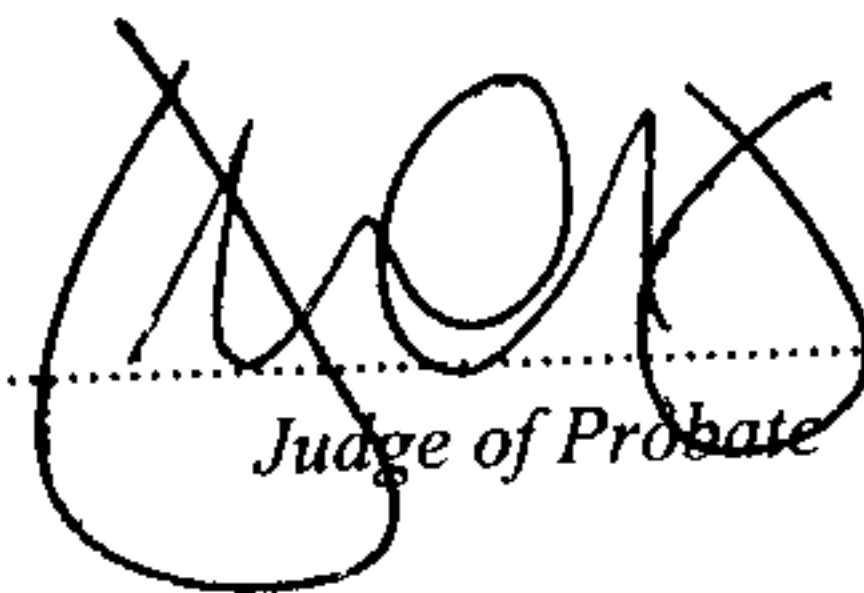
CERTIFICATE TO THE PROBATE OF WILL

BOOK 031 PAGE 693

THE STATE OF ALABAMA
BUTLER COUNTY

I, J. MacDonald Russell, Jr., Judge of the Court of Probate, in and for said State and County, do hereby certify that the within 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 William B. Lewis, deceased, and that said Will together with the proof thereof, have been recorded in my office in Book of Wills, Vol. 31, Page 689.

In witness of all which I have hereto set my hand, and the seal of the said Court, this the 21st day of July 1998.


Judge of Probate

IN THE PROBATE COURT OF BUTLER COUNTY, ALABAMA

IN THE MATTER OF THE ESTATE

OF WILLIAM B. LEWIS,

DECEASED.

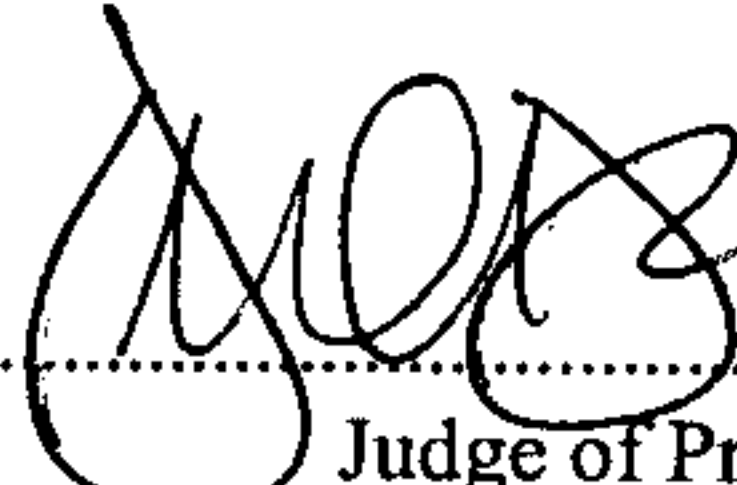
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CASE NUMBER: 98-2838

PROOF OF WILL

This matter coming before the Court on the Petition seeking probate of decedent's Last Will and Testament and the purported Last Will and Testament being filed with, submitted to, and considered by the Court, the Court determines that the execution of the Will complies with Section 43-8-132 Code of Alabama of 1975, as amended, and that the Will is therefore self-proving and that further proof of proper execution by the decedent by actual testimony is not required.

DONE this 21st day of July 1998.


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Judge of Probate

BOOK **031** PAGE **694**

Inst # 2000-31393

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10:03 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE

009 HMB 30.50