

IN THE MATTER OF THE ESTATE OF

IN THE PROBATE COURT OF
JEFFERSON COUNTY, ALABAMA

MARGUERITE PRINCE COX

Deceased

CASE NO. 169626

LETTERS TESTAMENTARY

TO ALL WHOM IT MAY CONCERN:

Inst # 2000-35560
10/11/2000-35560
01:54 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
010 MMB 38.00

The Will of the above-named deceased having been duly admitted to record in said county. Letters Testamentary are

AMSOUTH BANK

hereby granted to _____
the Personal Representative named in said will, who has complied with the requisitions of the law and is authorized to administer the estate. Subject to the priorities stated in § 43-8-76, Code of Alabama (1975, as amended), the said Personal Representative, acting prudently for the benefit of interested persons, has all the powers authorized in transactions under § 43-2-843, Code of Alabama (1975, as amended).

JANUARY 24, 2000

WITNESS my hand this date, _____

(SEAL)

GEORGE R. REYNOLDS

Judge of Probate

I, Peggy A. Proctor, Chief Clerk of the Court of Probate of Jefferson County, Alabama, hereby certify that the foregoing is a true, correct and full copy of the Letters Testamentary issued in the above-styled cause as appears of record in said court. I further certify that said Letters are still in full force and effect.

OCTOBER 11, 2000

WITNESS my hand and seal of said Court this date, _____

Peggy A. Proctor
Chief Clerk

IN THE MATTER OF:
THE ESTATE OF:
MARGUERITE PRINCE COX
DECEASED

IN THE PROBATE COURT OF
JEFFERSON COUNTY, ALABAMA

CASE NUMBER 169626

ORDER ON FILING AND PROBATING LAST WILL AND TESTAMENT

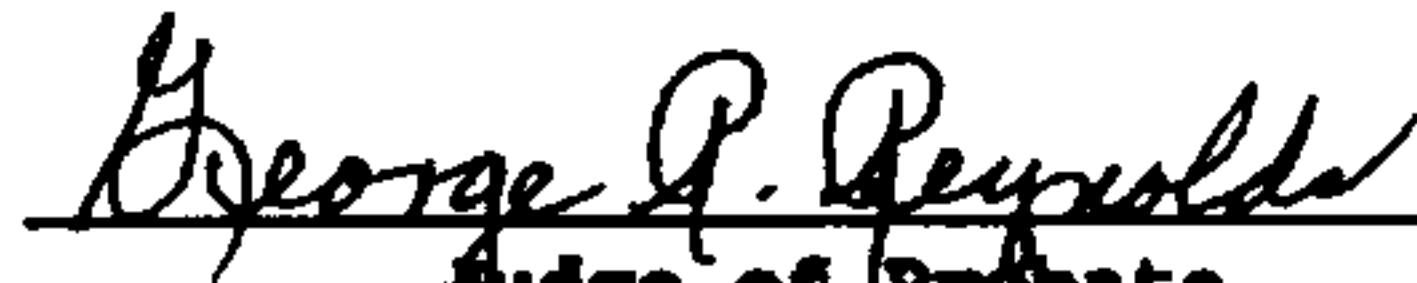
This day came AmSouth Bank and filed a petition in writing, under oath, therewith producing and filing in this Court an instrument of writing purporting to be the Last Will and Testament of Marguerite Prince Cox, deceased, said will bearing date, February 19, 1998, and attested by E. T. Brown, Jr. and Paul J. Mitchell; and praying that the same be probated as provided by law; that the petitioner is AmSouth Bank, and is named in said Will as executor thereof; and that the next of kin of said deceased is Theron Oscar Cox, Jr., son, Andros, Bahamas, who is over nineteen years of age and of sound mind.

And thereupon comes Theron Oscar Cox, Jr. the above named next of kin expressly waiving all notice of the petition to probate said will and consenting that the same be probated at once, and the court having ascertained by sufficient evidence that the signature affixed to said waiver of notice and acceptance of service is the genuine signature of said next of kin; now on motion of said petitioner, the Court proceeds to hear said petition; and, after due proof and hearing had according to the laws of this state, the court is satisfied and is of the opinion that said instrument is the genuine Last Will and Testament of said deceased, and that such instrument should be probated as the Last Will and Testament of said deceased. It is, therefore,

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ORDERED, ADJUDGED AND DECREED by the Court that said instrument be duly admitted to probate as the Last Will and Testament of Marguerite Prince Cox, deceased, and ORDERED to be recorded together with the proof thereof and all other papers on file relating to this proceeding. It is further ORDERED that petitioner pay the costs of this proceeding.

DONE this date, January 24, 2000.



Judge of Probate

LAST WILL AND TESTAMENT
OF
MARGUERITE PRINCE COX

FILED IN OFFICE THIS THE 24 DAY
OF January, 20 00
FOR PROBATE AND RECORD
George P. Reynolds
JUDGE OF PROBATE

I, MARGUERITE PRINCE COX, a resident of Jefferson County, State of Alabama, being of sound and disposing mind and memory, do make, publish and declare this instrument as and for my last will and testament, hereby revoking any and all former wills and codicils thereto heretofore made by me.

ITEM ONE

I direct that all my legally enforceable debts, including the expenses of my last illness and funeral, shall first be paid out of my estate by my executor, hereinafter named, as soon as possible after my death.

ITEM TWO

At the present time I own my home at 4404 Overlook Road, Birmingham, Alabama. As used in this will, the term "residence" means that home or any other home, condominium, townhouse, garden home owned by me and in which I am living at the time of my death, together with the parcel of land on which it stands and all parcels of land owned by me adjacent thereto.

I have two children, Theron Oscar Cox, Jr. (hereinafter "Theron") and James William Cox (hereinafter "Jim"). I have several grandchildren but I am particularly close to my granddaughter Teresa Cox Kirkwood (hereinafter "Teresa"). My two sons and said granddaughter are the primary objects of my bounty.

Jim currently lives with me and I anticipate he will be living with me at the time of my death. Most of the furniture, furnishings, rugs, pictures, appliances, etc. in the residence are his. I would expect that would apply to any residence owned by me at the time of my death.

ITEM THREE

I give and bequeath the sum of Ten Thousand Dollars and no/100 (\$10,000.00) to my granddaughter, Karen Lynn Cox Coburn, if she survives me. If she does not survive me, the gift herein provided shall lapse and become a part of my residuary estate.

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ITEM FOUR

If Jim survives me, I give, devise and bequeath all of my right, title and interest in my residence to him in fee simple. If Jim does not survive me, the gift herein provided shall lapse and the property herein described shall become a part of my residuary estate.

ITEM FIVE

I dispose of my residuary estate (meaning thereby the rest and residue of the property of whatsoever kind and character and wheresoever situated belonging to me at the time of my death (including the property in the marital trust under my late husband's will) and over which I have the power of disposition and remaining after the payment of estate, inheritance, transfer, legacy, succession and death taxes or duties from said rest and residue, but not meaning any property over which I then have only a power of appointment, general or limited, exercisable by deed, will or otherwise) as follows:

1. If Jim, Theron and Teresa survive me, I give, devise and bequeath one-third (1/3) of my residuary estate to Jim, one-half (1/2) of my residuary estate to Theresa and the balance of my residuary estate to Theron.
2. If Jim does not survive me and if Theron and Teresa survive me, I give, devise and bequeath one-sixth (1/6) of my residuary estate to Theron and the balance of my residuary estate to Teresa.
3. If Theron does not survive me and if Jim and Teresa survive me, I give, devise and bequeath one-third (1/3) of my residuary estate to Jim and the balance of my residuary estate to Teresa.
4. If Teresa does not survive me and if Jim and Theron survive me I give, devise and bequeath my residuary estate to Jim and Theron in equal shares.
5. If only one of Jim, Theron and Teresa survive me, I give, devise and bequeath my residuary estate as follows:
 - (a) If Jim is the only survivor, I give, devise and bequeath my residuary estate to him.

(b) If Theresa is the only survivor, I give, devise and bequeath my residuary estate to her.

(c) If Theron is the only survivor, I give, devise and bequeath one-half (1/2) of my residuary estate to him and balance of my residuary estate to such of his children as shall survive me, in equal shares, or all to the survivor if only one of his children shall survive me, provided, however, that if any child of his predeceases me leaving issue surviving me such issue shall take, in equal shares per stripes, the share which the deceased child of his would have taken had he or she survived me.

6. If none of Jim, Theron and Teresa survive me, I give, devise and bequeath my residuary estate to my heirs determined at the time of my death.

ITEM SIX

I nominate and appoint AnaSouth Bank, an Alabama Banking Corporation (or such successor corporation having trust powers as my succeed to the business of said bank by purchase, merger, consolidation or otherwise) as executor of this my last will and testament.

The executor acting at any time hereunder shall not be required to give bond or to file an inventory or appraisal of my estate in any court, although the executor shall make and keep an inventory and shall exhibit the same to any party in interest at any reasonable time.

During the administration of my estate, my executor acting at any time hereunder shall have full power to sell, convey, exchange, lease for a period beyond the termination of the administration of my estate or for a less period, improve, borrow on the security of, encumber or otherwise dispose of all or any part of my estate, in such manner and upon such terms and conditions as my executor may approve, and to invest and reinvest my estate and the proceeds of sale of any portion thereof in such loans, stocks, bonds, notes or other securities, mortgages, mutual funds or other property as my executor may consider suitable, whether or not a so-called "legal" investment of trust funds, and to change investments and to make new investments from time to time as to my executor may seem necessary or desirable. My executor shall be free from the control and supervision of the probate court or any other court in the exercise of the foregoing powers.

The executor at any time serving hereunder shall be entitled to reasonable compensation for services rendered in the performance of the duties of executor.

ITEM SEVEN

Whenever distribution is to be made to the "heirs" of an individual determined at a stated time, distribution shall be made to such person or persons as would be entitled to inherit the property constituting the same and in the proportions in which they would be entitled to inherit the same from such individual under the laws of descent and distribution of Alabama relating to real property in force at the stated time had such individual died at that time, domiciled in Alabama, intestate, unmarried and owned the same, whether the property being distributed is real, personal or mixed.

ITEM EIGHT

If any beneficiary under this will in any manner, directly or indirectly, contests or attacks the validity of this will or any disposition under this will, by filing suit against my personal representative or otherwise, then any share or interest given to that beneficiary under the provisions of this will is hereby revoked and shall be disposed of in the same manner as if that contesting beneficiary had predeceased me.

IN WITNESS WHEREOF, I have executed this instrument as and for my last will and testament on this the 19th day of February, 1998.

prince
Marguerite Cox (SEAL)
 MARGUERITE PRINCE COX

The above and foregoing was signed and published by MARGUERITE PRINCE COX as and for her last will and testament on the day the same bears date in our presence, and we, on said date, and at her request, and in her presence, and in the presence of each other, have hereunto affixed our names as attesting witnesses.

E. J. Brown Jr ADDRESS: Birmingham, Alabama
Paul J. Mitchell ADDRESS: Birmingham, Alabama

mxc

STATE OF ALABAMA)

JEFFERSON COUNTY)

I, Marguerite Prince Cox, the testatrix, sign my name to this instrument this 19th day of February, 1998, and being first duly sworn, do hereby declare to the undersigned authority that I sign and execute this instrument as my last will 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, and that I am 19 years of age or older, of sound mind, and under no constraint or undue influence.

Marguerite Prince Cox
Marguerite Prince Cox, Testatrix

We, E.T. Brown Jr and Paul J Mitchell, the witnesses, sign our names to this instrument, being first duly sworn, and do hereby declare to the undersigned authority that the testatrix signs and executes this instrument as her last will and that she signs it willingly (or willingly directs another to sign for her), and that each of us, in the presence and hearing of the testatrix, hereby signs this will as witness to the testatrix's signing, and that to the best of our knowledge the testatrix is 19 years of age or older, of sound mind, and under no constraint or undue influence.

WITNESSES:

E.T. Brown Jr
Paul J Mitchell

Subscribed, sworn to and acknowledged before me by Marguerite Prince Cox, the testatrix, and subscribed and sworn to before me by E.T. BROWN, JR and PAUL J MITCHELL, witnesses, this 19th day of February, 1998.

[Signature]
Notary Public

MY COMMISSION EXPIRES NOVEMBER 15, 1999

My Commission expires: _____

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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 ha _____s_ 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 **MARGUERITE PRINCE COX** _____ Deceased and that said Will _____

together with the proof thereof have been recorded in my office in Judicial Record, Volume JR1741, Page 623-627.

In witness of all which I have hereto set my hand, and the seal of the said Court, this date JANUARY 24, 2000.

PROBATE -- 00

George R. Reynolds, Judge of Probate.

The State of Alabama
JEFFERSON COUNTY

PROBATE COURT

I, Peggy A. Proctor, Chief Clerk 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 of

Marguerite Prince Cox, deceased, with the Certificate to the Probate thereof

Order on Filing and Probating Last Will and Testament

Letters Testamentary

Estate of Marguerite Prince Cox, deceased

in the matter of _____

Inst # 2000-35560
10/11/2000-35560
01:54 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
010 MMB 38.00

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

Given under my hand and seal of said Court, this
11th day of October, 2000
the _____ day of _____, 19____

Peggy A. Proctor

Chief Clerk