

LETTERS TESTAMENTARY

PROBATE - 60

IN THE MATTER OF THE ESTATE OF

IN THE PROBATE COURT OF
JEFFERSON COUNTY, ALABAMA

JEWEL F. COE

Deceased

CASE NO.

173974

LETTERS TESTAMENTARY

TO ALL WHOM IT MAY CONCERN:

The Will of the above-named deceased having been duly admitted to record in said county. Letters Testamentary are hereby granted to LINDA R. CRUMP AND DEANNA R. CRUMP

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).

WITNESS my hand this date, MARCH 5, 2001

(SEAL)

MICHAEL F. BOLIN

Judge of Probate

I, Carol K. Johnson, Provisional 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.

WITNESS my hand and seal of said Court this date, MARCH 5, 2001

Carol K. Johnson
Provisional Chief Clerk

09/19/2001-40598
01:55 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE

012 MSB 44.00
013

Inst # 2001-40598

Last Will and Testament

173974

OF

JEWEL F. COE

I, JEWEL F. COE, of Jefferson County, Alabama, over the age of nineteen years, being of sound mind and disposing memory, do hereby make, publish and declare this instrument as and for my Last Will and Testament and hereby expressly revoke any and all Wills, Codicils and other testamentary dispositions heretofore made by me.

ITEM ONE

I will and direct that all my legally enforceable, including expenses of my last illness and funeral, be paid by my Executor hereinafter named, as soon after my death as he may deem advisable. In the event there is any indebtedness owing by me, whether secured, or unsecured, which has not matured at the time of my death, I authorize my Executor to pay such indebtedness, either in full or according to the terms and tenor of any instrument evidencing such indebtedness, as my Executor may deem advisable under the then existing circumstances.

173974

-1-

FILED IN OFFICE THIS THE 5th DAY
OF March, 2001
FOR PROBATE AND RECORD

Michael F. Bolin
JUDGE OF PROBATE

ITEM TWO

I hereby give, devise and bequeath all the rest, residue and remainder of my estate, real, personal or mixed, of whatever kind and description and wheresoever situated, to my daughter, **LINDA CRUMP**, in Trust, for the duration of her life. At the death of my daughter, **LINDA CRUMP**, any assets remaining in said Trust shall be left to my granddaughter, **DEANNA RENEE CRUMP**, in Trust until she attains the age of Thirty (30). If my granddaughter is over the age of thirty (30) then the remaining assets shall be distributed outright. I hereby nominate and appoint **BILLY FOSTER** as Trustee. In the event **BILLY FOSTER** should die, or for any other reason fail to serve as Trustee, in that event, I hereby nominate and appoint **DANIEL FOWLER** as Alternate Trustee. The following are the trust powers:

(a) The Trustee in his uncontrolled discretion may distribute to or for the benefit of the beneficiary the income of the beneficiary's trust and, if the income is insufficient, the principal of the beneficiary's trust. Distributions may be made for the support, maintenance and education of the beneficiary.

If the beneficiary is my granddaughter, when the granddaughter reaches age of Thirty (30), the then principal and any undistributed income of the beneficiary's trust shall be distributed free of trust to the beneficiary.

(b) Manage and control trust properties, as from time to time constituted, including the power to make ordinary and extraordinary repairs, alterations and improvements to real estate owned by the trust; to insure against loss to or from trust properties; and to litigate, compromise, adjust and settle all claims arising out of or in connection with trust properties;

(c) Hold and retain any properties in the form in which received by the trust.

(d) Sell, exchange, lease, rent, assign, transfer or otherwise dispose of trust properties upon such terms and conditions with such security for deferred payments (or with no security other than the credit of the purchaser) as she may in her discretion determine; and

(e) Invest and reinvest trust funds in such stocks, bonds, shares, participations, debentures, mortgages, notes, securities, and other properties, real, personal or mixed, as he may in his discretion determine, without being restricted to forms of investments which Trustee may not otherwise be permitted to make, without requirement as to diversification of investments, and without being restricted to investments located inside the State of Alabama.

(f) The Trustee named shall not be required to give any bond as Trustee hereunder.

(g) If at any time, during the existence of this trust, and any part of it, there shall be any income beneficiary who has not then completed all of the formal education which she desires to obtain, including but not limited to college, post-graduate and professional, or other specialized or technical training education, then the Trustee is authorized and directed to pay to or for the benefit of such beneficiary out of her share of the income and out of her share of the principal up to the entire amount thereof, if income be not sufficient, such portion as in the Trustee's discretion is reasonably necessary for such education. In the exercising of its discretion hereunder the Trustee shall have regard for the respective propensities, abilities and limitations of the beneficiaries as may be known to the Trustee and the Trustee shall give consideration to any other known sources of funds available for such education purposes. While the Trustee is directed to give consideration to any preferences expressed by such beneficiary as to the times and institutions at which her education shall be pursued and the final extent of such education, the ultimate decision of the Trustee on all such matters shall be final and binding as it shall also be on the question of whether the diligence with which any such student applies herself justified the continuation of such payments. The Trustee is authorized in his discretion to make all of the following types of payments

173974

as being within the scope of such educational payments, but this enumeration shall not be in limitation upon the type payments which so qualify: Tuition, payment for lodging and board, laboratory fees, cost of books, uniforms, equipment, and materials, and reasonable transportation expenses.

ITEM THREE

In the event my daughter, LINDA CRUMP, and my granddaughter, DEANNA RENEE CRUMP, each predecease me, in that event, I hereby give, devise and bequeath the rest, residue and remainder of my estate as follows:

To JOYCE FOWLER and children - one-fifth (1/5) of my estate;

To JOSEPHINE MIDDLEBROOKS and children - one-fifth (1/5) of my estate;

To MARY FOWLER, children - one-fifth (1/5) of my estate;

To ANN FOWLER, children and step-child, one-fifth (1/5) of my estate;

To BILLY FOSTER - to be divided with his brothers if he so chooses, - one-fifth (1/5) of my estate.

ITEM FOUR

I hereby nominate and appoint BILLY FOSTER, as Executor under this my Last Will and Testament, and I direct and declare that he shall not be required by any Court administering my estate to give bond as Executor and that he shall not be required to make an inventory of the property coming into his hands, nor to report to any Court his proceedings under this Will and in the administration

of my estate. And I hereby vest in my Executor full power and authority to sell, convey, exchange all, or any part of my property, real, personal or mixed, upon such terms and conditions as he may approve, at public or private sale, without securing authority therefore from any Court or any person whatsoever. Since the Executor and Alternate Executor of my Estate, have been devised a portion of my estate, neither my Executor nor Alternate Executor shall receive any other fee for said service as such Executor.

ITEM FIVE

In the event BILLY FOSTER shall predecease me, or in the event he should, for any reason, fail or cease to serve as Executor of my estate, then and in that event, I hereby nominate, constitute and appoint, DANIEL FOWLER, as Alternate Executor of this my Last Will and Testament, and I hereby direct that as such Alternate Executor, he shall not be required to give any bond or file any inventory or make any report of his doings as such Successor Executor in any Court, with the same full powers and authority as my originally named Executor.

IN WITNESS WHEREOF, I, the said JEWEL F. COE, have hereunto set my hand and seal on this the 16th day of April, 1996.


JEWEL F. COE

173974

I, JEWEL F. COE, testatrix, sign my name to this instrument this the 16th day of April, 1996, 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 I sign it willingly, that I execute it as my free and voluntary act for the purposes therein expressed, and that I am nineteen years of age or older, of sound mind, and under no constraint or undue influence.

Jewel F. Coe
JEWEL F. COE

We, Bryant A. Whitmire, Jr. and Virginia N. Whitmire, 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 his Last Will and Testament, and that he signs it willingly, and that each of us, in the presence and hearing of the testatrix, hereby signs this Will as witnesses to the testatrix's signing, and that to the best of our knowledge the testatrix is nineteen years of age or older, of sound mind, and under no constraint or undue influence.

[Signature]
Witness
215 North 21st Street, Suite 501
Birmingham, Alabama 35203

Virginia N. Whitmire
Witness
215 North 21st Street, Suite 501
Birmingham, Alabama 35203

173974

STATE OF ALABAMA)

JEFFERSON COUNTY)

Subscribed, sworn to and acknowledged before me by JEWEL F. COE, the testatrix and subscribed and sworn to before me by Bryant A. Whitmire, Jr. and Virginia N. Whitmire, the witnesses, this the _____ day of _____, 1996.

SEAL

Peggy L. Frederick
NOTARY PUBLIC 7-20-97
215 North 21st Street, Suite 501
Birmingham, Alabama 35203

173974

FIRST CODICIL TO LAST WILL AND TESTAMENT

OF

JEWEL F. COE

173974

STATE OF ALABAMA

SHELBY COUNTY

I, Jewel F. Coe, a resident of Shelby County, Alabama, being over the age of nineteen (19) years and of sound mind and disposing memory, do hereby make, declare and publish this my First Codicil to my Last Will and Testament dated April 16, 1996.

SUBSTITUTION OF PROVISIONS

Item Four, page 4, of the aforesaid Last Will and Testament is hereby revoked and the following is substituted in lieu thereof:

ITEM FOUR

I hereby nominate, constitute and appoint Linda R. Crump and Deanna R. Crump, to be the Co-Executrixes of this my Last Will and Testament, and I hereby exempt same from the necessity of giving bond as such Executrixes, and I also hereby exempt same from the necessity of filing any inventory or making any report or final settlement of my estate in Court.

I hereby republish the remainder of my Last Will and Testament.

I, Jewel F. Coe, the Testatrix, sign my name to this instrument this 2 day of August, 2000, and being first duly sworn, do hereby declare to the undersigned authority that I sign and execute this instrument as my First Codicil to my Last Will and Testament 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 nineteen (19) years of age or older, of sound mind, and under no constraint or undue influence.

Jewel F. Coe
Jewel F. Coe

We, Joy Lynn Reynolds and Jessica Reeves

FILED IN OFFICE THIS THE 5th DAY
OF March, 2001
FOR PROBATE AND RECORD.

Michael A. Bolen
JUDGE OF PROBATE

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 First Codicil to her Last Will and Testament and that she signs it willingly, and that each of us, in the presence and hearing of the Testatrix hereby signs this First Codicil to her Last Will and Testament as witness to the Testatrix's signing and that to the best of our knowledge, she is nineteen (19) years of age or older, of sound mind and under no constraint or undue influence.

Joy Lynn Reynolds
Witness

889 Parkway Drive, SE
Address

Decatur, AL 35094

Jessica Reaves
Witness

819 Parkway Drive SE
Address

Decatur, AL 35094

STATE OF ALABAMA

JEFFERSON COUNTY

Subscribed, sworn to and acknowledged before me by Jewel F. Coe, the Testatrix, and subscribed and sworn to before me by Joy Lynn Reynolds and Jessica Reaves, witnesses, this 2 day of August, 2000.

Sanja K. Hansen
Notary Public

My Commission Expires: 6/1/02

173974

JR 1834 PG 833

173974

CERTIFICATE TO THE PROBATE OF WILL

The State of Alabama

JEFFERSON COUNTY

I, Michael F. Kolfin, Judge of the Court of Probate, in and for said State and County, do hereby certify that the foregoing instrument S of writing haVE 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 & FIRST CODICIL of JEWEL F. COE Deceased and that said Will & CODICIL

together with the proof thereof have been recorded in my office in Judicial Record, Volume JB1834, Page 824-832

In witness of all which I have hereto set my hand, and the seal of the said Court, this MARCH 5, 2001

Michael F. Kolfin

PROBATE - 26

Judge of Probate.

MASSEY & STOTSER, P.C.
P.O. BOX 94308
BIRMINGHAM, AL 35220-4308

R01-14243

The State of Alabama
Jefferson County

Probate Court

In Re

Fee _____

The State of Alabama
JEFFERSON COUNTY

PROBATE COURT

173974

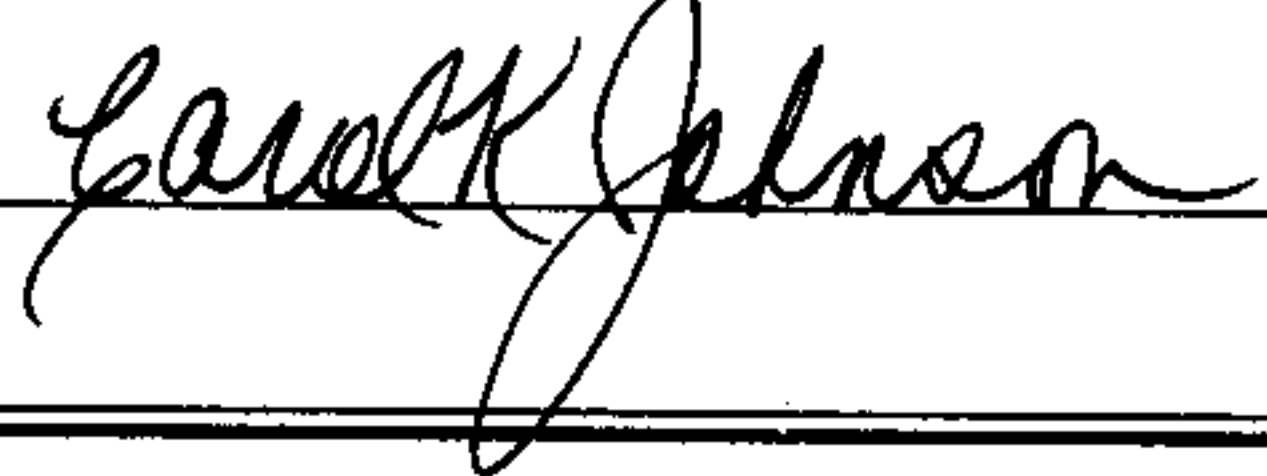
I, Carol K. Johnson, Chief Clerk of the Court of Probate, in and for said County in said State hereby certify that the foregoing contains a full, true and correct copy of the Last will and testament, codicil and certificate to probate of will

Inst # 2001-40598
09/19/2001-40598
01:55 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE

in the matter of Jewel F. Coe Case# 173974

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

Given under my hand and seal of said Court, this
the 10th day of September, 2001



Chief Clerk

Inst # 2001-40598
44.00
-012 MSB
013