

IN THE MATTER OF THE ESTATE OF)

MINNIEJAY D. CLARK)

Deceased)

PROBATE COURT

OF JEFFERSON COUNTY, ALABAMA

CASE NO.

174815

PETITION FOR PROBATE OF WILL
(Self-Proved Will)

Comes the petitioner, W. Ann Alley, and shows this Court the following facts:

1. Minniejay D. Clark (the "decedent") died testate at Birmingham, Alabama on or about the 13th day of May, 192001, and, at the time of such death, was an inhabitant of Jefferson County, Alabama.

2. Surrendered herewith is the decedent's last will and testament (and all codicils thereto) naming the petitioner as executor thereof, which was (were) duly signed by the decedent when over eighteen (18) years of age, and was (were) attested by the following witnesses:

Name	Present Address
Julie L. Addison	3025 Bowron Road Helena, Alabama 35080
Ryan P. Duke	1401 Hickory Lane Birmingham, Alabama 35235
Patrick H. Davenport	304 Hadden Road Dothan, Alabama 36301

3. The decedent's last will and testament, as identified in paragraph 2 hereof, was self-proved in a manner substantially in accordance with the requirements of Ala. Code §43-8-132. The name and present address of the officer authorized to administer oaths before whom said will was acknowledged are as follows:

Deborah P. Holmes	582 South Forrest Drive Birmingham, Alabama 35209
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4. The following is a true, correct and complete list of the names, ages, conditions, relationships and addresses of the decedent's surviving spouse and next-of-kin (as determined by Application of Ala. Code §43-8-42):

W. Ann Alley, competent, over 21, daughter	204 Sheridan Lane Birmingham, Alabama 35216
---	--

Name, age, condition, relationship

Address

WHEREFORE, the petitioner prays that this Court will take jurisdiction of this petition, will cause all such notice or citations to issue to the said surviving spouse, next-of-kin, attesting witnesses, and oath-administering officer, as may be proper in the premises; and will cause such proceedings to occur, and such proof to be taken, and render such orders and decrees as will duly and legally effect the probate and record in this Court of said will (and all codicils thereto) as the last will and testament of the decedent. This petition is deemed to be verified pursuant to Ala. Code §43-8-22.

Attorney for Petitioner:

J. Richard Duke, EsquireDuke Law Firm, P.C.

(Firm Name)

550 Montgomery Highway, Suite 300

Address

Birmingham, AL 35216

zip code

Telephone (205) 823 - 3900W. Ann Alley
Signature of PetitionerW. Ann Alley
(Name of Petitioner)204 Sheridan Lane
AddressBirmingham, AL 35216

zip code

BENCH NOTE

Filed in the Probate Court of Jefferson County, Alabama, on the 29th day of May, 1920, and set for hearing the 10th day of June, at 10th Mr. Prayer granted and petition

Ordered Recorded

Michael J. Bolin
Judge of Probate

PETITION FOR PROBATE OF WILL
(SELF-PROVED WILL)
(Code 1975, §43-8-160, et seq., §§43-8-132 and 133)

B'HAM BAR ASS'N FORM NO. 3B.02
(Revised May 1990)
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LAST WILL AND TESTAMENT

OF

174815

MINNIEJAY D. CLARK

Executed this the 10th day of April, 2001

FILED IN OFFICE THIS THE 24th DAY
OF May, 20 01
FOR PROBATE AND RECORD.
Richard T. Baker
JUDGE OF PROBATE

This instrument was prepared by:

J. Richard Duke, Esq.
Duke Law Firm, P.C.
550 Montgomery Highway, Suite 300
Birmingham, Alabama 35216

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LAST WILL AND TESTAMENT
OF
MINNIEJAY D. CLARK

I, MINNIEJAY D. CLARK, domiciled in Birmingham, Jefferson County, Alabama, publish and declare this to be my Last Will and Testament. I revoke all of my prior Wills and Codicils.

ARTICLE ONE

BEQUESTS

A. **Personal effects.** The term "personal effects" includes all clothing, jewelry, motor vehicles, household furniture and furnishings, goods and effects, household appliances, silverware, glassware, china, pets, library and books, club memberships, pictures and other works of art, stamp collections, family memorabilia, and other tangible personal property owned by me at the time of my death (but excluding cash on hand or on deposit, securities, choses in action or other intangibles). That term also includes all of my interest in casualty insurance policies insuring any of those assets against loss or liability. I leave my personal effects to my children who survive me, to divide among themselves as they mutually agree; provided, that the then-living issue of any deceased such beneficiary shall take, per stirpes and in fee, the share of his or her deceased ancestor. If the beneficiaries under this paragraph do not agree to a division of all of my personal effects within six months after my death, the Personal Representatives shall make a binding and conclusive division between them of my personal effects which they have not agreed to divide, herein described as my "remaining personal effects." The Personal Representatives shall take into account the values of my personal effects which each of my beneficiaries will receive in accordance with their mutual agreement, so that to the extent practicable, each of my beneficiaries will receive a share of my personal effects of substantially equal value. The Personal Representatives shall be guided, but not bound, by any expressed preferences of my beneficiary with respect to particular assets. If only one of my beneficiaries survives me, I bequeath my personal effects to that beneficiary. If any beneficiary under this paragraph is then a minor, incompetent or for any other reason incapable of receiving such distributions, my Personal Representatives may, in the Personal Representatives' discretion, distribute such beneficiary's share of such property (or my Personal Representatives may sell all or any part of such property and distribute the proceeds) or any part thereof instead to a custodian, guardian or other person with whom such beneficiary is making such beneficiary's home, without bond, or to the trustee of any trust created hereunder or any trust created under any inter vivos trust which I may have established either before or after the execution of this Will, for such beneficiary's benefit. The receipt of any beneficiary to whom property is transferred pursuant to this Article shall fully discharge my Personal Representatives from any further liability in connection with such distribution. In the

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event that I have no beneficiaries surviving me under this paragraph and my beneficiaries should all predecease me, leaving no issue who survive me under this paragraph, then this bequest shall lapse and the aforesaid property shall become a part of the residue of my estate.

B. General provisions. The reasonable costs of protecting, appraising, packing, storing, shipping, cleaning, delivering and insuring all assets disposed of in this Article, including costs incurred before the issuance of Letters Testamentary, shall be paid as an expense of administering my estate. The Personal Representatives are authorized to make a binding and conclusive resolution of any reasonable doubt or uncertainty as to whether the term "personal effects" includes any particular asset or assets.

C. Income after death.

1. Definition. As used in this Paragraph C, the term "items of income in respect of a decedent" has the same meaning that Section 691 of the Code accords to that term.

2. Disposition. All of my assets constituting items of income in respect of a decedent shall pass in accordance with the provisions of ARTICLE THREE.

D. Personal residence. My principal residence, including the land on which it is located, all lands contiguous thereto, all appurtenances thereto and all policies of insurance thereon or relating thereto, as the same may be constituted at the date of my death, shall pass in accordance with the provisions of ARTICLE THREE.

F. Disposition by memorandum. Notwithstanding the provisions of this ARTICLE ONE, I may leave a memorandum (which is not to be part of this Will) listing some of the items described in Paragraph A of this Article that I wish certain persons to have and request (but do not require) that my wishes as set forth in the memorandum to be observed. If for any reason said memorandum is not found and properly identified as such by my Personal Representatives within thirty (30) days after the probate of my will, or if any beneficiary listed on said memorandum shall die prior to my death, then all or a portion of the aforesaid property, as the case may be, shall be disposed of in accordance with Paragraphs A and B of this ARTICLE ONE.

ARTICLE TWO

FUNERAL AND LAST ILLNESS EXPENSES AND TAXES

I direct my Personal Representatives to pay my debts, funeral expenses and the expenses of my last illness from my estate. I direct that all estate, inheritance, succession, legacy, transfer and other death taxes or duties, by whatever name called, including any and all interest and penalties thereon, imposed under the laws of any jurisdiction by reason of my death, upon or with respect to any and all property which is required to be included in my gross estate for the purpose of such taxes, whether such property passes under or outside of this Will, be paid by my Personal

Representatives out of the residue of my estate in the same manner as an expense of administration and shall not be prorated or apportioned among or charged against the respective devisees, legatees, beneficiaries, transferees, or other recipients of any such property or charged against any property passing or which may have passed to any of them, and my Personal Representatives shall not be entitled to reimbursement for any portion of any such tax from any such person, except my Personal Representatives shall, to the maximum extent permitted by law, seek reimbursement for, recovery of, or contribution toward the payment of federal or state estate tax attributable to property in which I have a qualifying income interest for life, over which I have a power of appointment, or which is included in my gross estate by reason of Section 2036 of the Internal Revenue Code of 1986, as from time to time amended, and which tax is not otherwise paid or payable. Any generation-skipping tax resulting from a transfer occurring under this Will shall be charged to the property constituting the transfer in the manner provided by applicable law. The reasonable costs of protecting, appraising, packing, storing, shipping, cleaning, delivering and insuring all assets disposed of in this Article, including costs incurred before the issuance of Letters Testamentary, shall be paid as an expense of administering my estate. The Personal Representatives are authorized to make a binding and conclusive resolution of any reasonable doubt or uncertainty as to whether the term "personal effects" includes any particular asset or assets. I direct my Personal Representatives to pay my debts, funeral expenses and the expenses of my last illness from my estate. I direct that all estate, inheritance, succession, legacy, transfer and other death taxes or duties, by whatever name called, including any and all interest and penalties thereon, imposed under the laws of any jurisdiction by reason of my death, upon or with respect to any and all property which is required to be included in my gross estate for the purpose of such taxes, whether such property passes under or outside of this Will, be paid by my Personal Representatives out of the residue of my estate in the same manner as an expense of administration and shall not be prorated or apportioned among or charged against the respective devisees, legatees, beneficiaries, transferees, or other recipients of any such property or charged against any property passing or which may have passed to any of them, and my Personal Representatives shall not be entitled to reimbursement for any portion of any such tax from any such person. The reasonable costs of protecting, appraising, packing, storing, shipping, cleaning, delivering and insuring all assets disposed of in this Article, including costs incurred before the issuance of Letters Testamentary, shall be paid as an expense of administering my estate. The Personal Representatives are authorized to make a binding and conclusive resolution of any reasonable doubt or uncertainty as to whether the term "personal effects" includes any particular asset or assets.

ARTICLE THREE

RESIDUARY ESTATE

I leave all my residuary estate, being all property, wherever situated, in which I may have any interest at the time of my death not otherwise effectively disposed of, but not including any property over which I may have power of appointment, to my children, per stirpes.

ARTICLE FOUR**FIDUCIARIES**

I appoint W. ANN ALLEY of Birmingham, Alabama, as Personal Representative of this my Last Will and Testament, and I direct that my said Personal Representative or successor Personal Representative shall not be required to give bond or to file any inventory or appraisal of my estate in any court, nor make any report or final settlement to any court of the proceedings hereunder, though W. ANN ALLEY shall make out and keep an inventory and shall exhibit the same to any party in interest at any reasonable time. In the event that W. ANN ALLEY for any reason does not become or ceases to be Personal Representative, then MAURICE D. ALLEY, JR., of Birmingham, Alabama, shall be successor Personal Representative; and I hereby direct that MAURICE D. ALLEY, JR., shall have the same rights and powers as vested in the said original Personal Representative and shall not be required to give bond or make any inventory or report to any court.

ARTICLE FIVE**POWERS OF PERSONAL REPRESENTATIVES**

My Personal Representatives shall have the following powers, and any others that may be granted by law:

- A. To retain any property of my estate;
- B. To sell any real or personal property of my estate for cash or on credit, at public or private sales, and for any purpose; to exchange any such property for other property; to grant options to purchase or acquire any such property; and, to determine the prices and terms of sales, exchanges, and options;
- C. To invest and reinvest in property of any character without being limited to such properties in which fiduciaries are authorized by law or any rule of court to invest in trust funds;
- D. To employ attorneys, auditors, depositories, proxies, and agents, with or without discretionary powers;
- E. To keep any property in the name of a personal representative or a nominee, with or without disclosure of any fiduciary relationship, or in bearer form;
- F. To collect, pay, contest, compromise, or abandon claims of or against my estate, wherever situated;
- G. To execute contracts, conveyances, and other instruments;

H. To make any sale, distribution or division of my estate in cash or in kind or in both, without regard to the income tax basis of any such property, and to determine the value of any such property; and

I. Generally, to do all such acts with respect to any such property as if the absolute owner.

ARTICLE SIX

VESTING OF INTERESTS

The term "simultaneous deaths" means the deaths of two or more individuals occurring under circumstances where there is no sufficient evidence that they died otherwise than simultaneously.

If any interest in any part of my estate would vest in any person if he or she were alive upon the occurrence of any contingency (such as the death of any individual, including me, or any individual's obtaining a specified age), and such person dies under such conditions that it would be difficult or impossible to determine whether or not he or she were alive upon the occurrence of such contingency, such person shall be deemed for the purposes of my Will to have died prior to the occurrence of such contingency; provided, further, if in such a case a disposition of any asset made in this Will is conditioned upon one individual's survival of another individual, and if there is an alternate disposition in default of that survival, that alternate disposition shall be effective if those individuals die simultaneous deaths.

ARTICLE SEVEN

CONSTRUCTION PROVISIONS

A. Child, issue, etc.

1. Child. If used in this Will, the word "child" of a designated individual means that individual's legitimate descendant in the first degree, who was conceived during that individual's lifetime. Except as otherwise expressly provided herein, the term does not include a stepchild, a foster child, a grandchild or more remote legitimate descendant. Any references to "my child" or "my children" include W. ANN ALLEY, who is living at the date of the execution of this instrument and those who are born or adopted thereafter.

2. Issue. If used in this Will, the word "issue" of a designated individual means all his lineal descendants of all generations who are living at the date of execution of this instrument or who are born or adopted thereafter.

3. Adopted persons. An adopted person shall be considered and treated in all respects the same as natural children, grandchildren or issue, provided the adoption occurred prior to the adopted person's becoming an adult in the jurisdiction where the adoption occurred.

4. Gestation. Any person who is born alive shall be regarded as having been a legitimate, living descendant of his or her parents during the entire period of gestation. A child, grandchild, issue or descendant in gestation at the time of an event, who is later born alive, is deemed to be "in being," "alive" or "surviving" at the time of such event.

B. Miscellaneous definitions. The following terms are defined as provided in this Paragraph B.

1. Beneficiary. The term "beneficiary" means a person to whom I effectively leave any asset under this Will. It includes a person to whom the Trustees are currently authorized or directed to distribute any trust income or principal.

2. Disposition. The term "disposition" includes the terms "gift," "bequest" and "devise."

3. Distribute. The term "distribute" means "pay to or apply for the benefit of."

4. Personal Representatives. The term "Personal Representatives" includes any Personal Representative, additional Personal Representative, successor Personal Representative, preliminary Personal Representative and any administrator with the Will annexed. It also includes the terms "Executor" and "Executrix" whenever the facts and context require.

5. Includes. The term "includes" means "includes without limitation, and by way of illustration." The term "including" shall be similarly interpreted.

6. Leave. The term "leave" includes the terms "give," "devise" and "bequeath." The term "left" shall be similarly interpreted.

7. Per stirpes. For all purposes of this instrument, wherever reference is made to the issue, "per stirpes," of a particular person, representation shall be calculated from the first generation below that of such person whether or not there is anyone in that generation living at the time of the calculation.

8. Will. Reference to this or any other "Will" includes any codicil to it.

C. Alabama law governs instrument. In all respects, this Will and the trusts created hereunder shall be governed, interpreted, construed and regulated in all respects by the laws of the State of Alabama.

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D. Headings. The headings, titles and subtitles in this Will have been inserted solely for convenient reference and shall be ignored in its construction.

I signed this Will on the 10th day of April, 2001.

Minniejay D. Clark

MINNIEJAY D. CLARK

On the date last above written, we saw MINNIEJAY D. CLARK, in our presence, sign the foregoing instrument at its end. He then declared it to be his Will and requested us to act as witnesses to it. We then, in his presence and in the presence of each other, signed our names as attesting witnesses, believing him at all times herein mentioned to be of sound mind and memory and not acting under constraint of any kind.

Julie L. Addison

Residing at: 3025 Bowron Road

Helen, AL 35080

Ryan P. Duke

Residing at: 1401 Hickory Lane

B'Ham, AL 35235

Arthur D. Duke

Residing at: 1213 Green Glen Rd.

Vestavia Hills, AL 35216

IN WITNESS WHEREOF, I, MINNIEJAY D. CLARK, the Testator, sign my name to this instrument, 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, and that I am eighteen years of age or older, of sound mind, and under no constraint or undue influence.

Minniejay D. Clark
MINNIEJAY D. CLARK

and Julie L. Addison and Ryan P. Suke 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 Testament 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 witness to the Testator's signing, and that to the best of our knowledge the Testator is eighteen years of age or older, of sound mind, and under no constraint or undue influence.

Julie L. Addison
Witness

Ryan P. Suke
Witness

[Signature]
Witness

174815

STATE OF ALABAMA

JEFFERSON COUNTY

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Subscribed, sworn to and acknowledged before me by MINNIEJAY D. CLARK, the
Testator, and subscribed and sworn to before me by JULIE L. ADDISON,
RYAN P. DUKE and PATRICK H. DAVENPORT,
the witnesses, on this the 10th day of April, 2001.

Deborah P. Holmes

Notary Public

My Commission expires: 1/4/2002

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CERTIFICATE TO THE PROBATE OF WILL

The State of Alabama

JEFFERSON COUNTY

I, Michael F. Bolin, 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 MINNIEJAY D. CLARK Deceased and that said Will _____ together with the proof thereof have been recorded in my office in Judicial Record, Volume JR 1850, Page 246-257.

In witness of all which I have hereto set my hand, and the seal of the said Court, this date MAY 29, 2001.

Michael F. Bolin

, Judge of Probate.

LETTERS TESTAMENTARY

PROBATE-60

IN THE MATTER OF THE ESTATE OF

**IN THE PROBATE COURT OF
JEFFERSON COUNTY, ALABAMA**

MINNIEJAY D. CLARK

CASE NO. 174815

Deceased

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 **W. ANN ALLEY**

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, MAY 29, 2001

Michael F. Salas

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,

Provisional Chief Clerk

The State of Alabama
JEFFERSON COUNTY**PROBATE COURT**

#174815

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, THE
CERTIFICATE TO THE PROBATE OF WILL, THE PETITION TO PROBATE WILL, AND THE LETTERS
TESTAMENTARY.

in the matter of THE ESTATE OF MINNIEJAY D. CLARK, DECEASED

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

Inst # 2001-55908

Given under my hand and seal of said Court, this

the 12TH day of DECEMBER, 20 01

12/20/2001-55908
10:08 AM CERTIFIED

SHELBY COUNTY JUDGE OF PROBATE

018 CH 62.00

Carol K. Johnson

Chief Clerk