

IN THE MATTER OF THE ESTATE OF ) IN THE PROBATE COURT  
 BETTY F. BYARS, ) OF JEFFERSON COUNTY, ALABAMA  
 )  
 DECEASED. ) CASE NO. -- 208225 --

**PETITION FOR PROBATE OF WILL**  
 (Self-Proved Will)

Come the petitioners, ELIZABETH C. BYARS HAWKINS and WILLIAM O. BYARS, and show this Court the following facts:

1. BETTY F. BYARS (the "decedent") died testate at Birmingham, Alabama, on or about the 24th day of April, 2010, 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 dated March 24, 2010, naming the petitioners as personal representatives thereof, which was duly signed by the decedent when over eighteen (18) years of age, and was attested by the following witnesses:

Name	Present Address
DEBRA J. LINTON	2500 Acton Road Birmingham, Alabama 35243
SARAH L. ADKINS	2500 Acton Road Birmingham, Alabama 35243
CRAIG M. STEPHENS	2311 Highland Avenue, South Birmingham, Alabama 35205

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:

CRAIG M. STEPHENS  
 2311 Highland Avenue, South  
 Birmingham, Alabama 35205

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):

Name, age, condition, relationship	Address
ELIZABETH C. BYARS HAWKINS, over 19, competent, daughter (petitioner)	45 Cross Creek Park Birmingham, Alabama 35213

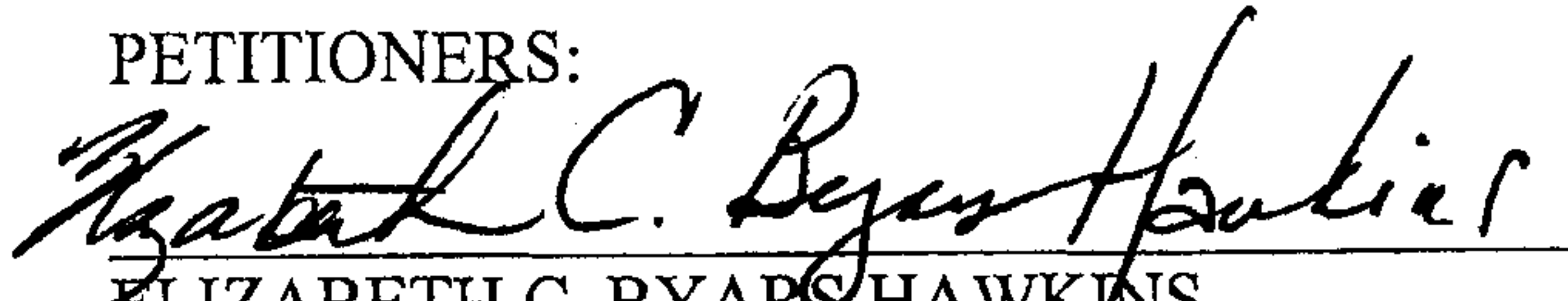
P WILLIAM O. BYARS, over 19, 4205 Stone River Circle  
competent, son (petitioner) Birmingham, Alabama 35213


w SAMUEL CLAYTON BYARS, 45 Cross Creek Park  
over 19, competent, son Birmingham, Alabama 35213

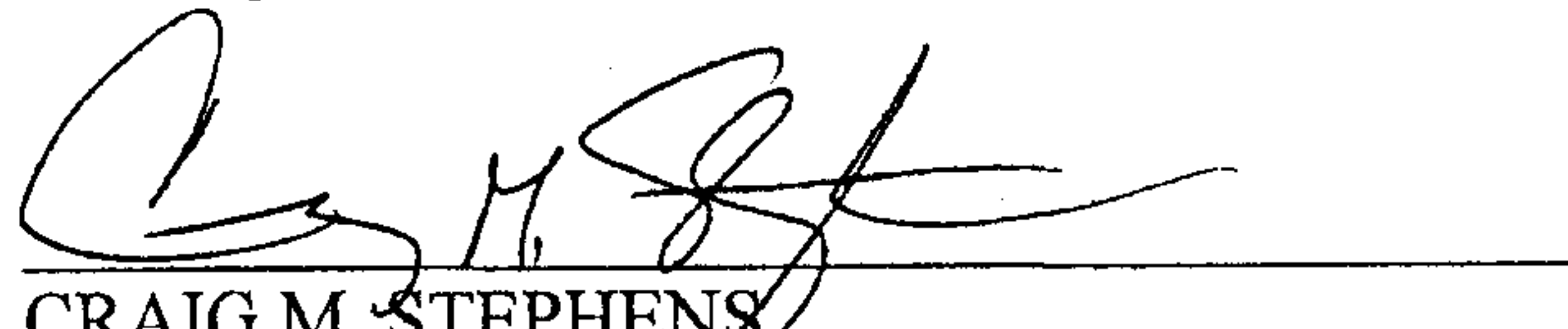
The decedent had no surviving spouse.

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 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 as the last will and testament of the decedent. This petition is deemed to be verified pursuant to Ala. Code §43-8-22.

PETITIONERS:

  
ELIZABETH C. BYARS HAWKINS  
45 Cross Creek Park  
Birmingham, Alabama 35213


  
WILLIAM O. BYARS  
4205 Stone River Circle  
Birmingham, Alabama 35213

  
CRAIG M. STEPHENS  
Attorney for Petitioners

OF COUNSEL:  
SIROTE & PERMUTT, P.C.  
2311 Highland Avenue, South  
Birmingham, AL 35205  
Tel.: (205) 930-5246  
Fax: (205) 930-5101

BENCH NOTE

Filed in the Probate Court of Jefferson County, Alabama, this the 4<sup>th</sup> day of May, 2010. PRAYER GRANTED + PETITION ORDERED RECORDED.

  
Judge of Probate

IN THE MATTER OF THE ESTATE OF  
BETTY F. BYARS,

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

DECEASED. ) CASE NO. - - 208225 - -

**WAIVER OF NOTICE**  
**ON PROBATE OF WILL**

I, SAMUEL CLAYTON BYARS, a resident of Jefferson County, State of Alabama, being one of the next-of-kin (as determined by application of the Ala. Code §43-8-42) of BETTY F. BYARS, deceased, being over the age of nineteen (19) years, hereby accept service and waive notice of the filing of the petition to probate the last will and testament of said decedent. I do hereby waive notice either by personal service or by publication and consent and request that said will, which bears the date of March 24, 2010, be admitted to probate without further notice of any kind to me, and the personal representative named in said will be appointed as provided therein. I acknowledge that by this Waiver of Notice I am NOT giving up my right to contest said will or to make an objection to the handling of the administration of the estate of the deceased by the personal representative thereof.

Dated this 2 day of May, 2010.

WITNESS: (Required)

X Louise B. Plott  
Signature of Witness

Louise B. Plott  
Name of Witness

Samuel Clayton Byars  
SAMUEL CLAYTON BYARS  
45 Cross Creek Park  
Birmingham, Alabama 35213

**BENCH NOTE**

Filed in the Probate Court of Jefferson County, Alabama, and ordered recorded this the 4<sup>th</sup> day of May, 2010.

Alan L. Kriz  
Judge of Probate



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## LAST WILL AND TESTAMENT

OF

BETTY F. BYARS

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I, BETTY F. BYARS, a citizen of the United States of America, a resident of the County of Jefferson, 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 other wills and codicils heretofore made by me.

ITEM IINTRODUCTION

As of the date of this Will, I have three children, whose names are Elizabeth C. Byars Hawkins, William O. Byars and Samuel Clayton Byars. For the purposes of this Will, references to my "children" shall mean the children named herein. As used in my Will, the terms "descendants" and "lineal descendants" are intended to include my children and any persons born to my children or by any descendant of mine. Notwithstanding anything to the contrary herein, any person who is adopted before or after age twenty-one (21) years, and the lineal descendants of such adopted persons, are intended to be excluded from any reference herein to my descendants and lineal descendants.

ITEM IIPAYMENT OF DEBTS/PROBATE OF WILL

I direct that all of my debts, including the expenses of my last illness and funeral, shall first be paid out of my estate by my Personal Representative, hereinafter named, as soon as possible after my death, except, however, I direct that my Personal Representative pay all transfer, inheritance, legacy, estate, succession and other taxes (together with any interest or penalty thereon) levied upon and against



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my estate attributable to property passing hereunder or otherwise, from that portion of my estate and in the manner hereinafter directed. I further direct that my Personal Representative may probate my Last Will and Testament either in the county of my residence at the time of my death or in any county in the State of Alabama in which I may own property at the time of my death.

### ITEM III

#### DISPOSITION OF PERSONAL EFFECTS

(a) I may prepare a memorandum in conjunction with this Will which indicates my desires with regard to the disposition of special personal property of mine. If I prepare such memorandum, it will be an expression of my desires with regard to the disposition of such personal property. Although I realize that such memorandum shall not be binding upon the Personal Representative, I hope and expect that the Personal Representative and my beneficiaries will honor this expression of my desires.


(b) I give and devise all of my wearing apparel, jewelry, books, pictures, household furniture and furnishings, both useful and ornamental, any equity ownership interest in any club or organization of which I am a member, any automobile that I may own, and all other objects of my personal use, in equal shares, absolutely, to my children, Elizabeth C. Byars Hawkins, William O. Byars, and Samuel Clayton Byars; provided however, that my Personal Representative may distribute all or a portion of the share of my son, Samuel Clayton Byars, to the Trustee then serving of that certain "Samuel Clayton Byars Special Needs Trust," established by me, as Grantor, and Elizabeth C. Byars Hawkins and William O. Byars, as Trustee, dated the 28<sup>th</sup> day of August, 2008 (hereinafter referred to as the "Special Needs Trust"), or to the Trustee of any other trust established for my said son's benefit, or to my said son outright, in whole or in part. Any part of Samuel Clayton Byars' share distributed to a trust shall be administered in accordance with the terms and conditions of such trust receiving the assets. There is excluded from this devise all cash on hand or on deposit, stocks, bonds, notes, evidences of debts, other choses in action, intangibles not described above and all other property held for investment. If any of my



children should predecease me, then I give and devise said child's share of said property to his or her lineal descendants who survive me, if any, per stirpes, and if none, to such of my other children, and the lineal descendants of any other deceased child of mine, who survive me, per stirpes. In the event that my said children should all predecease me, leaving no lineal descendant of mine surviving me, then this devise shall lapse, and the aforesaid property shall become a part of the residue of my estate. I hereby vest in my said Personal Representative, hereinafter named, full power and authority to determine what objects of property are included in the foregoing description contained in this Item of my Will, to make such division of said objects of property among my descendants as, in the opinion of my Personal Representative, may be desirable, having due regard for the personal preferences of my descendants.

(c) In the event any of my said beneficiaries shall be under the age of twenty-one (21) years on the occasion of my death, I direct that my Personal Representative shall transfer, assign and deliver over to itself, as Trustee, such beneficiary's share of the objects of property described herein, and it, as such Trustee, in its sole discretion, may either pay over his or her share of said objects of property to said beneficiary, or may hold his or her share of said objects of property in trust for him or her until he or she shall attain the age of twenty-one (21) years, at which time his or her share of said objects of property shall be paid over to him or her, free from any trust. In the event my Personal Representative, as such Trustee, feels it to be impractical to hold any of said objects of property in trust for a beneficiary who is under the age of twenty-one (21) years, I authorize my Personal Representative, as such Trustee, to sell such objects of property as it may deem desirable, transferring and paying over any proceeds which may be realized as a result of such sale either directly to such beneficiary, or holding the amount thereof for the benefit of such beneficiary until he or she attains the age of twenty-one (21) years.

(d) Any reasonable distribution expenses incurred with respect to my tangible personal property, including, but not limited to, packing, shipping, storage and insurance expenses, shall be paid by my Personal Representative as an administration expense of my estate.

  
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ITEM IVEXERCISE OF LIMITED POWERS OF APPOINTMENT

(a) Under the provisions of the Last Will and Testament of my husband, William G. Byars (now deceased), dated the 21<sup>st</sup> day of August, 2006, I was given a limited power of appointment over the balance remaining in the Family Trust at the time of my death. The following language appears in Section 5.3 on page 5, of my said husband's Will:

"5.3 Effective at the death of my spouse, my trustee shall distribute the principal of the family trust as my spouse may, by my spouse's will or a codicil thereto, specifically referring to this section, appoint to or for the benefit of any one or more of my lineal descendants, whenever born. Such appointment shall be outright or in or for such estates, trusts or interests (whether legal or equitable and with such powers of appointment and in such shares or proportions and in such manner as my spouse may determine, observing all necessary requirements of the laws respecting perpetuities and the duration of trusts."

(b) Pursuant to the said power of appointment granted to me under my said husband's Will, I hereby exercise the said power and direct that, upon my death, the entire balance remaining in the Family Trust shall be apportioned into equal shares for my children, Elizabeth C. Byars Hawkins, William O. Byars and Samuel Clayton Byars, and the Trustee shall transfer and pay over each child's share of the Family Trust as follows:

(1) The share of said trust estate apportioned for my son, Samuel Clayton Byars, shall be transferred and paid over to the Trustee then serving of the Special Needs Trust, as described in Item III of this Will, to be held and administered for the benefit of my said son, according to the terms and provisions of such trust, provided that my said son is living at my death. If for any reason the Special Needs Trust shall not be in existence at my death, or if for any reason a court of competent jurisdiction shall declare the foregoing testamentary disposition to the Trustee under the Special Needs Trust as it exists at my death to be invalid, then all of said property shall pass to the Trustee designated by the Special Needs Trust to be held, managed, invested, reinvested and distributed by such Trustee upon the terms, trusts and conditions as are now contained in the Special Needs Trust; and for that purpose I do hereby incorporate such instrument of trust by reference into this, my Last Will and Testament. In the



event Samuel Clayton Byars is not living at my death, his share of said property shall be apportioned, administered and distributed pursuant to those paragraphs of Item VI of the Betty F. Byars Management Trust originally dated the 31st day of October, 2008, as restated in its entirety on the 24<sup>th</sup> day of March, 2010 (hereinafter sometimes referred to as the "Betty F. Byars Management Trust") that are applicable in the event my said son is not living at my death.

(2) The shares of said trust estate apportioned for my son, William O. Byars, and my daughter, Elizabeth C. Byars Hawkins, shall be transferred and paid over to the Trustee then serving of the trust shares for their respective benefit under the Item entitled "GST Exempt Trust" of the Betty F. Byars Management Trust.

(c) Under the provisions of the Last Will and Testament of my husband, William G. Byars (now deceased) dated the 21<sup>st</sup> day of August, 2006, I was given a limited power of appointment over the balance remaining in the Non-GST Exempt Marital Trust at the time of my death. The following language appears in paragraph (B) of Section 10.3 on page 14, of my said husband's Will:

"5.3 My trustee shall distribute any remaining principal of the Non-GST Exempt Marital Trust as my spouse may, by my spouse's will or codicil thereto, specifically referring to this paragraph, appoint to or for the benefit of any one or more of my lineal descendants, whenever born. Such appointment may be outright or in or for such estates, trusts or interests (whether legal or equitable) and with such powers of appointment and in such shares or proportions and in such manner as my spouse may determine (observing all necessary requirements of the laws respecting perpetuities and the duration of trusts)."

(d) Pursuant to the said power of appointment granted to me under my said husband's Will, I hereby exercise the said power and direct that, upon my death, the entire balance remaining in the Non-GST Exempt Marital Trust shall be apportioned into equal shares for my children, Elizabeth C. Byars Hawkins, William O. Byars and Samuel Clayton Byars, and the Trustee shall transfer and pay over each child's share of the Non-GST Exempt Marital Trust as follows:

(1) The share of said trust estate apportioned for my son, Samuel Clayton Byars, shall be transferred and paid over to the Trustee then serving of the Special Needs Trust, as described in Item III of this Will, to be held and administered for the benefit of my said son, according to





the terms and provisions of such trust, provided that my said son is living at my death. If for any reason the Special Needs Trust shall not be in existence at my death, or if for any reason a court of competent jurisdiction shall declare the foregoing testamentary disposition to the Trustee under the Special Needs Trust as it exists at my death to be invalid, then all of said property shall pass to the Trustee designated by the Special Needs Trust to be held, managed, invested, reinvested and distributed by such Trustee upon the terms, trusts and conditions as are now contained in the Special Needs Trust; and for that purpose I do hereby incorporate such instrument of trust by reference into this, my Last Will and Testament. In the event Samuel Clayton Byars is not living at my death, his share of said property shall be apportioned, administered and distributed pursuant to those paragraphs of Item IV of the Betty F. Byars Management Trust that are applicable in the event my said son is not living at my death. To the extent possible, while keeping the equal apportionment described above, this said share for Samuel Clayton Byars shall be funded with all of said trust's right, title and interest in and to the following described parcel of real property, with all of the appurtenances and improvements used in connection therewith, situated in Shelby County, Alabama, which is owned by the Non-GST Exempt Marital Trust, to-wit:

"A Parcel of land situated in Fractional Section 23, Township 22 South, Range 1 East, Shelby County, Alabama, and being more particularly described as follows:

Commence at the SW Corner of above said Section 23; thence N00°16'05"E, a distance of 1,500.50' to the POINT OF BEGINNING; thence N88°26'50"E, a distance of 378.31'; thence S01°30'51"E, a distance of 718.25'; thence N49°45'55"E, a distance of 122.68'; thence S38°20'37"E, a distance of 209.73' to a point of the Northwesterly R.O.W. line of Shelby County Highway 71, 80' R.O.W., said point also being the beginning of a curve to the right, having a radius of 2,036.51, a central angle of 03°26'18", and subtended by a chord which bears N54°23'18"E and a chord distance of 122.19'; thence along the arc of said curve and said R.O.W. line, a distance of 122.21'; thence N56°06'27"E and along said R.O.W. line, a distance of 731.85'; thence N00°27'02"W and leaving said R.O.W. line, a distance of 820.24' to a point on the Southwesterly R.O.W. line of CSX Transportation Railroad, 100' R.O.W.; thence N69°17'05"W and along said R.O.W. line, a distance of 1,479.51'; thence S01°09'37"E and leaving said R.O.W. line, a distance of 1,031.15'; thence N88°26'50"E, a distance of 41.69' to the POINT OF BEGINNING.

Said parcel containing 36.79 acres, more or less."



(2) The share of said trust estate apportioned for my son, William O. Byars, shall be transferred and paid over to the Trustee then serving of his share of the trust established under the Item entitled "GST-Exempt Trust" of the Betty F. Byars Management Trust regardless of whether such property shall have an inclusion ratio of zero (0) or something other than zero (0).

(3) The share of said trust estate apportioned for my daughter, Elizabeth C. Byars Hawkins, shall be transferred and paid over to the Trustee then serving of her share of the trust established under the Item entitled "Elizabeth's Trust" of the Betty F. Byars Management Trust; provided, however, if any such property shall have an inclusion ratio of zero (0), then such property shall be transferred and paid over to the Trustee then serving of her share of the trust established under the Item entitled "GST Exempt Trust" of the Betty F. Byars Management Trust.

#### ITEM V

#### DISPOSITION OF RESIDUE

I give and devise unto the Trustee then serving of that certain revocable management trust originally made and entered into between me, as Grantor and as Trustee, under date of the 31st day of October, 2008, as amended and restated in its entirety by a First Restatement thereto dated the 24<sup>th</sup> day of March, 2010, as may be further amended from time to time prior to the date of my death, commonly known as the "Betty F. Byars Management Trust," for the uses and purposes, upon the terms and conditions, and with the powers and duties set forth in said Trust Agreement, all of the residue of my estate, including the residue of the property, whether real or personal, of every kind and wherever located, belonging to me at my death, or payable to my estate from any source, and remaining after payment of all debts of my estate and provisions for any devises hereinabove set forth, including all lapsed legacies and devises, which said assets comprise the residue of my estate, all of which such property is herein referred to as my "trust estate." If for any reason the said Trust Agreement shall not be in existence at the time of my death, or if for any reason a court of competent jurisdiction shall declare the foregoing testamentary disposition to the Trustee under such Trust Agreement as it exists at the time of





my death to be invalid, then I give all of said residue of my property and estate to the Trustee designated by the Trust Agreement, described hereinabove, to be held, managed, invested, reinvested and distributed by the Trustee upon the terms, trusts and conditions pertaining to the period beginning with the date of my death as are now contained in such Trust Agreement; and for that purpose I do hereby incorporate such instrument of trust by reference into this my Will.

## ITEM VI

### PAYMENT OF TAXES

(a) All death taxes which are payable with respect to the property includible in my gross estate for federal estate tax purposes, whether or not such property passes under this Will, shall be allocated as set forth hereinafter among the persons interested in my estate to whom such property is or may be transferred or to whom any benefit accrues under the terms of this Will, by operation of law, through life insurance policies or otherwise, either at my death or at any time during my life. The term "death taxes" refers to all estate, inheritance, and other death taxes (other than generation-skipping transfer taxes) payable at my death, together with any interest or penalty thereon. Except as otherwise provided, such allocation shall be made in the proportion that the value of the property, interest, or benefit of each such person bears to the total value of the property, interest, and benefits received by all such persons interested in the estate. No such allocation shall be made to any devisees or transfers which qualify for the federal estate tax charitable deduction, if any. In addition, no such allocation shall be made to the devise in Item III and Item IV(a) and (b). The "value" of any property or benefit refers to the value of such property as finally determined for federal estate tax purposes in my estate.

(b) The death taxes on any life interests and on any remainder interests shall be charged against and paid out of the principal of such property without apportionment between such interests.

(c) So far as practicable my Personal Representative shall deduct the amount of such death taxes allocable to each beneficiary from the property distributable to such beneficiary, and shall

recover from all others for the benefit of my estate their allocable parts of such taxes as permitted under I.R.C. Sections 2206, 2207, 2207A, 2207B or otherwise; provided that no such recovery shall be sought against any trust with an inclusion ratio of zero (0) for generation-skipping transfer tax purposes.

(d) Generation-skipping transfer taxes, together with any interest or penalty thereon, payable with respect to the property comprising my gross estate for estate tax purposes, whether or not such property passes under this Will, shall be allocated as set forth in I.R.C. Section 2603.

## ITEM VII

### MISCELLANEOUS PROVISIONS

(a) Anything to the contrary notwithstanding, in the event that any property or interest in property or life insurance passing under this Will, by operation of law or otherwise by reason of my death (other than as a part of my residuary estate), shall be encumbered by mortgage or lien, or shall be pledged to secure any obligation (whether the property or interest in property so encumbered or pledged shall be owned by me jointly or individually), it is my intention that such indebtedness shall not be charged to or paid from my estate, but that the devisee, legatee, joint owner taking by survivorship, or beneficiary receiving such property or interest in property shall take it subject to all encumbrances existing at the time of my death.

(b) It is my desire to permit a settlement of my estate and any trust created or receiving a distribution under the Betty F. Byars Management Trust by consent which shall be effective with respect to each beneficiary of my estate and said Trust Agreement (notwithstanding the Personal Representative and Trustee may be the same or that a beneficiary who is incompetent or incapacitated may be entitled to receive property hereunder), by taking advantage of the provisions allowing settlement by consent without notice pursuant to Section 43-2-506 of the Code of Alabama, as amended. Accordingly, I do hereby authorize the (i) parent, guardian, conservator, custodian, or Agent acting under a valid Power of Attorney, of any unborn or incapacitated or incompetent beneficiary, (ii) Trustee of any trust created under said Trust Agreement or receiving a distribution thereunder, or (iii) Personal





Representative or beneficiaries/heirs of any deceased beneficiary, to act as a virtual representative for any beneficiary with full power to consent to or contest on behalf of such beneficiary any and all matters with respect to the administration and settlement of my estate and any trust created under said Trust Agreement or receiving a distribution thereunder; and all actions taken by such virtual representative shall completely bind such beneficiary and his or her successors and assigns.

(c) I specifically authorize and empower the Personal Representative, regardless of whether or not it affects the interest of any beneficiary under this Will or any trust created hereunder, or the amount of property directed to such beneficiary now or hereafter, to allocate any generation-skipping transfer exemption available to me or my estate to any property of which I am the transferor, including property transferred by me prior to my death.

(d) Where the context herein so permits, the terms "Personal Representative" or "Trustee" and words of reference to my Personal Representative or Trustee, shall mean, respectively, any person or entity serving in that capacity, without regard to gender or number.

(e) As used herein, the terms "I.R.C." and "Internal Revenue Code" shall mean the Internal Revenue Code of 1986, as amended.

(f) Any person acting or named to act as Personal Representative hereunder or required to be competent in order to act hereunder shall be deemed to be incompetent to act when a licensed physician or neuropsychologist whom such person has consulted within the prior three years has certified as to such consultation and also as to the present lack of the physical or mental capacity of such person to manage his or her financial affairs. Appointment of an individual to serve as a fiduciary hereunder shall be conditioned upon such individual executing a Health Insurance Portability and Accountability Act of 1996 (HIPAA) release authorization in such form as complies with HIPAA, authorizing release of pertinent health information to the fiduciary named as successor.



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ITEM VIIIPERSONAL REPRESENTATIVES

(a) I hereby nominate and appoint Elizabeth C. Byars Hawkins and William O. Byars as Personal Representative of this, my Last Will and Testament. In the event either Elizabeth C. Byars Hawkins or William O. Byars shall predecease me or shall die during the administration of my estate or be unable or unwilling to serve as Personal Representative, then I nominate and appoint the other or the survivor of them to serve as Personal Representative. In the event both Elizabeth C. Byars Hawkins and William O. Byars shall predecease me or shall die during the administration of my estate or be unable or unwilling to serve as Personal Representative, then I nominate and appoint Debra J. Linton to serve as Personal Representative.

(b) Neither the Personal Representative nor any firm or professional organization of which my Personal Representative may be a member shall be precluded from future or continued professional representation of my estate, or members of my family, or any corporations, partnerships or other business entities in which they have an interest. Accordingly, any continued or future representation of said parties shall not be deemed a conflict of interest.

(c) It is my will and desire that my Personal Representative, regardless of who shall so serve, shall not be required to give any bond or security for the performance of its duties as such Personal Representative or to account to any court for its acts and doings as such Personal Representative, and that it is hereby expressly exempted from filing any inventory or making any report or final settlement of my estate. Said Personal Representative shall have full power, without the necessity for any order from any court, to sell (for payment of debts and all other purposes), exchange, lease, or encumber all or any portion of my estate in such manner and upon such terms and conditions as it may approve. Said Personal Representative shall also have full power and authority to continue to operate, carry on, repair, renew, insure, and otherwise conserve and maintain any business or business item or asset of my estate, and to enter into and perform any contracts necessary and desirable in connection therewith, and shall have full power and authority to borrow money on account of my estate and secure same by



mortgage or pledge of any asset thereof, all without the necessity for any other order from any court or notice to anyone whatsoever. In addition to the powers of management, control and disposition of my estate as specifically referred to hereinabove, I hereby vest in my said Personal Representative the same full powers of management, control and disposition of my estate which are given to the Trustee under any paragraph of the Betty F. Byars Management Trust, and I hereby incorporate in this Item of my Will all of the said powers of management, control and disposition of the trust estate therein given to the Trustee under any section of said Trust Agreement, and I direct that in exercising such powers my Personal Representative shall be free from the control and supervision of the Probate Court, or any other court.

(1) I hereby authorize and empower my Personal Representative to make any payments which the Trustee under the Betty F. Byars Management Trust is authorized to make after the transfer to the Trustee of said trust estate of the assets of my estate which I have herein given and devised to it. In the event that, prior to the transfer of such assets to the said Trustee under said Trust Agreement, there are sufficient assets in my estate with which to make such payments, and in the event such payments are made to any minor or incompetent beneficiary, the Personal Representative may pay over such sums to the persons having custody of such beneficiary, or to such other person as it may select, including the beneficiary, to be used and applied for the purposes directed under the said Trust Agreement, and the receipt of such persons shall be a full discharge to the Personal Representative as to any sums so paid.

(2) I specifically authorize and empower my Personal Representative to execute and file an income tax return for the year in which my death occurs and for any years prior thereto. I also authorize and empower my Personal Representative to execute and file a gift tax return, if any gift tax return is required for the year in which my death occurs or for any year prior thereto. I also specifically authorize and empower my Personal Representative to pay any portion or all of any resulting income taxes and gift taxes. I grant full discretion to my Personal Representative to acquiesce in, compromise, or litigate any demand made against my estate for federal or state income or estate taxes.



My Personal Representative shall incur no personal liability for any action taken by it in good faith in accordance with either of the foregoing authorizations.

(3) I specifically authorize and empower my Personal Representative, regardless of whether or not it affects the interest of any beneficiary under this Will, to exercise any election granted by the Internal Revenue Code in effect at the time of my death which permits my Personal Representative to take as deductions for federal income tax purposes any amounts which are also allowable for federal estate tax purposes, and my Personal Representative shall incur no liability whatsoever to any beneficiary under this Will as the result of any elections so made, and no adjustment between principal and income shall be required as a result of such election.

(4) It is my direction and intention that my Last Will and Testament be interpreted and administered by my Personal Representative in accordance with the Internal Revenue Code. My Personal Representative shall have the sole and absolute discretion to exercise any rights of election suitable under or in respect to any tax law, and shall not be liable to any beneficiary herein for any action taken or not taken, election made or not made, or resulting federal income tax consequences thereof or from the apportionment or distribution in kind or otherwise of any asset of my estate, where such Personal Representative has exercised good faith and ordinary diligence in the performance of its duties.

(d) Should it be necessary for a representative of my estate to qualify in any jurisdiction wherein the Personal Representative named herein is not qualified as such, then my Personal Representative named herein shall, without giving any security, qualify and act as Personal Representative in such jurisdiction and shall have therein all rights, powers, authorities, duties and discretions conferred or implied upon the Personal Representative by this Will, or if such Personal Representative cannot or does not desire to qualify in such other jurisdiction, or if at any time and for any reason there shall be no Personal Representative in office in such other jurisdiction, then I appoint as Personal Representative therein such person or corporation as may be designated by my Personal Representative. Such substituted Personal Representative shall, without giving any security, have in such



other jurisdiction all the rights, powers, authorities, duties and discretions conferred or imposed upon the Personal Representative by the provisions of this Will.

# ITEM IX

## PROVISIONS FOR MULTIPLE FIDUCIARIES

While two or more fiduciaries are acting, the following provisions shall apply where the context permits:

(a) With respect to any matter as to which the fiduciaries have joint authority, a fiduciary from time to time may delegate any or all of that fiduciary's rights, powers, duties and discretion as fiduciary to the other fiduciary(s), with the consent of the latter;

(b) The fiduciaries may establish bank accounts and may authorize that checks or drafts may be drawn on, or withdrawal made from, any such account on the individual signature of any one fiduciary;

(c) A fiduciary shall be presumed to have approved a proposed act or decision to refrain from acting if that fiduciary fails to indicate approval or disapproval thereof within fifteen (15) days after a written request for approval; and

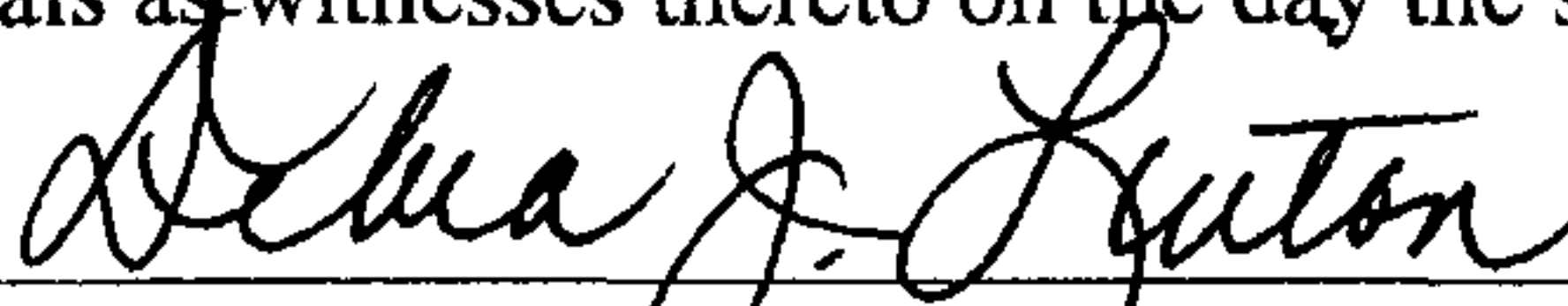
(d) The fiduciaries may execute documents by jointly signing one document or separately signing concurrent counterpart documents.


IN WITNESS WHEREOF, I, the undersigned, Betty F. Byars, have hereunto set my hand and seal on this 24th day of March, 2010.

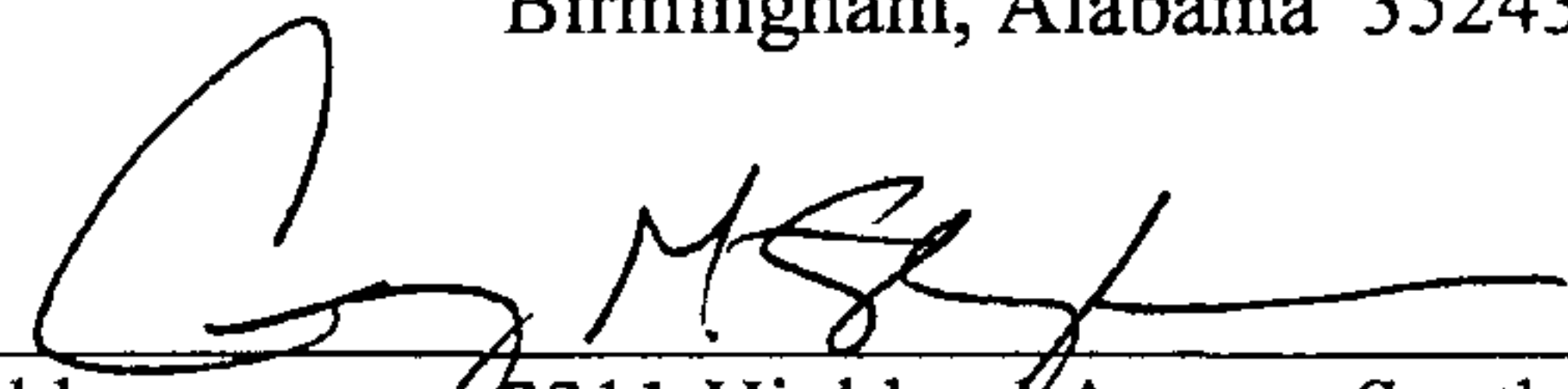
Betty F. Byars (SEAL)  
Betty F. Byars


20110518000149310 17/27 \$90.00  
Shelby Cnty Judge of Probate, AL  
05/18/2011 03:17:06 PM FILED/CERT

SIGNED, SEALED, PUBLISHED and DECLARED by Betty F. Byars as and for her Last Will and Testament, in our presence, and we, in her presence and in the presence of each other, and at her request, have hereunto set our hands and seals as witnesses thereto on the day the same bears date.

  
Address: 2500 Acton Road  
Birmingham, Alabama 35243

  
Address: 2500 Acton Road  
Birmingham, Alabama 35243

  
Address: 2311 Highland Avenue South  
Birmingham, Alabama 35205

  
20110518000149310 18/27 \$90.00  
Shelby Cnty Judge of Probate, AL  
05/18/2011 03:17:06 PM FILED/CERT



I, Betty F. Byars, the testator, sign my name to this instrument this 24<sup>th</sup> day of March, 2010, 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, 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.

Betty F. Byars  
Betty F. Byars

We, DEBRA J. LINTON and Sarah L. Adkins, 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 her Last Will and Testament and that she 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 years of age or older, of sound mind, and under no constraint or undue influence.

Debra J. Linton  
Witness  
Sarah L. Adkins  
Witness

Subscribed, sworn to and acknowledged before me, a Notary Public in and for the State of Alabama at Large, by Betty F. Byars, the testator, and subscribed and sworn to before me by DEBRA J. LINTON and Sarah L. Adkins, witnesses, this 24 day of March, 2010.

[Signature]  
Notary Public  
My Commission Expires: MY COMMISSION EXPIRES JULY 13, 2012

(SEAL)

20110518000149310 19/27 \$90.00  
Shelby Cnty Judge of Probate, AL  
05/18/2011 03:17:06 PM FILED/CERT

FILED IN OFFICE THIS THE  
4<sup>th</sup> DAY OF May, 2010  
FOR PROBATE AND RECORD.  
Alan L. King  
JUDGE OF PROBATE

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## CERTIFICATE TO THE PROBATE OF WILL

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**THE STATE OF ALABAMA**  
JEFFERSON COUNTY

**208225**


I, Alan L. King, 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 BETTY F. BYARS Deceased and that said Will \_\_\_\_\_ together with the proof thereof have been recorded in my office in Judicial Record, Volume JR 2803, Page 4-19.

In witness of all which I have hereto set my hand, and the seal of the said Court, this date May 4, 2010.

*Alan L. King*

\_\_\_\_\_, Judge of Probate

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Shelby Cnty Judge of Probate, AL  
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IN THE MATTER OF:

THE ESTATE OF:


BETTY F. BYARS  
DECEASEDIN THE PROBATE COURT OF  
JEFFERSON COUNTY, ALABAMA

CASE NUMBER 208225

## ORDER ON FILING AND PROBATING LAST WILL AND TESTAMENT

This day came Elizabeth C. Byars Hawkins and William O. Byars 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 Betty F. Byars, deceased, said will bearing date, March 24, 2010, and attested by Debra J. Linton, Sarah L. Adkins, and Craig M. Stephens; and praying that the same be probated as provided by law; that the petitioners are the children of said deceased, and are named in said Will as executors thereof; and that the next of kin of said deceased are as follows, to-wit: Elizabeth C. Byars Hawkins, daughter, Birmingham, Alabama, William O. Byars, son, Birmingham, Alabama, and Samuel Clayton Byars, son, Birmingham, Alabama, of whom are over nineteen years of age and of sound mind.

And thereupon comes each of 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 signatures affixed to said waivers of notice and acceptances of service are the genuine signatures of said next of kin; now on motion of said petitioners, 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



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Shelby Cnty Judge of Probate, AL  
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such instrument should be probated as the Last Will and Testament of said deceased. It is, therefore,

**ORDERED, ADJUDGED AND DECREED** by the Court that said instrument be duly admitted to probate as the Last Will and Testament of Betty F. Byars, 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 petitioners pay the costs of this proceeding.

**DONE** this date, May 4, 2010.

*Alan L. King*  
\_\_\_\_\_  
Judge of Probate



IN THE MATTER OF THE ESTATE OF  
BETTY F. BYARS,

) IN THE PROBATE COURT  
) OF JEFFERSON COUNTY, ALABAMA  
)  
DECEASED. ) CASE NO. - - 208225 - -

**PETITION FOR LETTERS TESTAMENTARY  
WITHOUT BOND**

Come the petitioners, ELIZABETH C. BYARS HAWKINS and WILLIAM O. BYARS, and show this Court the following facts:

1. In the last will and testament of BETTY F. BYARS, deceased (the "decedent"), which will has been or shall be duly probated and admitted to record in this Court, the petitioner is named as personal representative thereof.

2. The petitioners are inhabitants of the State of Alabama, above the age of nineteen (19) years, and is not disqualified under the law from serving as such personal representative. Under the terms of the decedent's will, her personal representatives are exempted from giving bond as such personal representatives.

3. The decedent died seized and possessed of certain real and personal property, the value of which is estimated, in the aggregate, to be \$500,000.00.

WHEREFORE, to the end that the properties constituting said estate may be collected and preserved for those who appear to have a legal interest therein, and that said will may be executed according to the requests and directions of the decedent, the petitioners pray that the Probate Judge of this Court will grant letters testamentary to the petitioners without entering into bond, as is provided by the terms of said Will and authorized by Ala. Code §43-2-81. This Petition does not require verification under the applicable statutes.


PETITIONERS:

*Elizabeth C. Byars Hawkins*  
ELIZABETH C. BYARS HAWKINS

45 Cross Creek Park  
Birmingham, Alabama 35213

*William O. Byars*  
WILLIAM O. BYARS

4205 Stone River Circle  
Birmingham, Alabama 35213

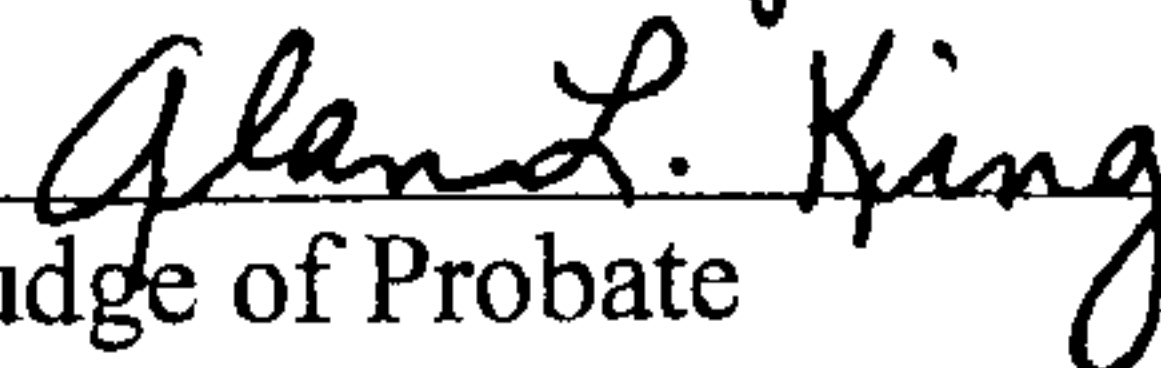
  
CRAIG M. STEPHENS  
Attorney for Petitioners

OF COUNSEL:  
SIROTE & PERMUTT, P.C.  
2311 Highland Avenue, South  
Birmingham, AL 35205  
Tel.: (205) 930-5246  
Fax: (205) 930-5101

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**BENCH NOTE**

Filed in the Probate Court of Jefferson County, Alabama, prayer granted, and  
petition ordered recorded this the 4<sup>th</sup> day of May, 2010.

  
Glanville L. King  
Judge of Probate



20110518000149310 24/27 \$90.00  
Shelby Cnty Judge of Probate, AL  
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IN THE MATTER OF:

**THE ESTATE OF:**

BETTY F. BYARS  
DECEASED

IN THE PROBATE COURT OF  
JEFFERSON COUNTY, ALABAMA

**CASE NUMBER 208225**

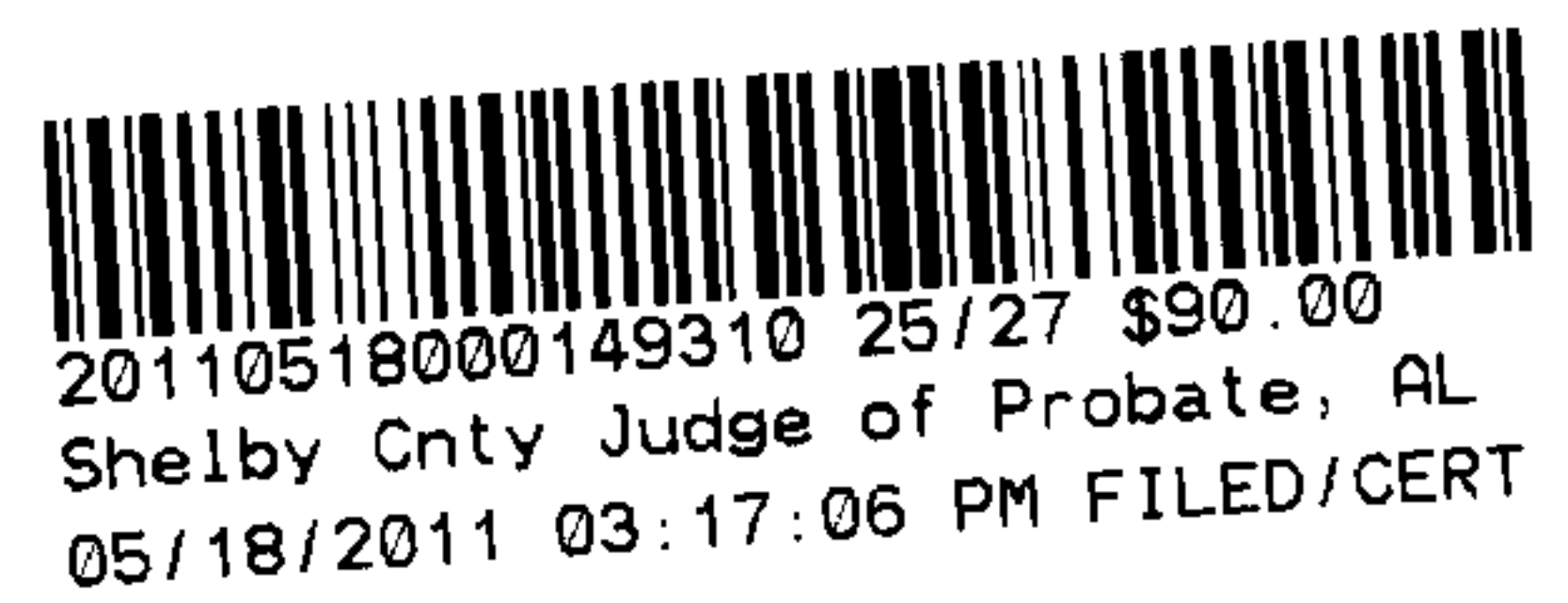
## ORDER GRANTING LETTERS TESTAMENTARY WITHOUT BOND

Now on this day comes Elizabeth C. Byars Hawkins and William O. Byars and file in this Court their petition in writing, under oath, praying that Letters Testamentary upon the Will of Betty F. Byars, deceased, be issued to them.

It is therefore **ORDERED** and **DECREED** by the Court that Letters Testamentary upon said will be granted to Elizabeth C. Byars Hawkins and William O. Byars, and that said letters issue without bond or security being required, in accordance with the terms of said will. It is further **ORDERED** that the petition in this behalf be recorded.

DONE this date, May 4, 2010.

Alan L. King  
Judge of Probate



LETTERS TESTAMENTARY

PROBATE - 60

IN THE MATTER OF THE ESTATE OF

IN THE PROBATE COURT OF  
JEFFERSON COUNTY, ALABAMABETTY F. BYARS

Deceased

CASE NO. - - 208225 - -**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

ELIZABETH C. BYARS HAWKINS & WILLIAM O. BYARS

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 4, 2010.

(SEAL)

*Alan L. King*Judge of Probate

I, S. J. Rhodes, 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, \_\_\_\_\_.

Chief Clerk



**The State of Alabama**  
**JEFFERSON COUNTY**

**PROBATE COURT**  
CASE NO. 208225

I, S. J. RHODES, 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 \_\_\_\_\_


PETITION FOR PROBATE OF WILL, WAIVERS OF NOTICE OF SAMUEL CLAYTON BYARS, THE LAST WILL AND TESTAMENT OF BETTY F. BYARS, THE CERTIFICATE TO THE PROBATE OF WILL, FOR BETTY F. BYARS, THE ORDER OON FILING AND PROBATING LAST WILL AND TESTAMENT, THE PETITION FOR LETTERS TESTAMENTARY WITHOUT BOND FOR THE ESTATE OF BETTY F. BYARS, DECEASED. THE ORDER GRANTING LETTERS OF TESTAMENTARY WITHOUT BOND FOR THE ESTATE OF BETTY F. BYARS, AND A COPY OF THE LETTERS OF TESTAMENTARY APPOINTING ELIZABETH C. BYARS HAWKINS & WILLIAM O. BYARS AS PERSONAL REPRESENTATIVES FOR THE ESTATE OF BETTY F. BYARS, DECEASED.

in the matter of THE ESTATE OF BETTY F. BYARS, DECEASED

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

Given under my hand and seal of said Court, this

the 9th day of FEBRUARY, 2011

  
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Shelby Cnty Judge of Probate, AL  
05/18/2011 03:17:06 PM FILED/CERT



Chief Clerk